

WIND RIVER RESOURCES CORPORATION
ROUTE 3 BOX 3010
ROOSEVELT, UTAH 84066
435-722-2546 (office) / 435-722-5089(fax)
e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

January 22, 2004

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

RE: Application for Permit to Drill
North Hill Creek 3-6-15-20 (Directional)
sesw Sec. 31-T14S-R20E (surface location)
nenwSec. 6-T15S-R20E (proposed producing zones)
Uintah County

Dear Ms. Whitney:

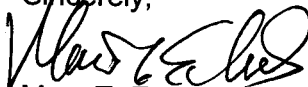
Enclosed please find two copies of the APD for the above-captioned well on Ute Indian lands. This well will be drilled on previously earned Lease #14-20-H62-5034. We expect BIA approval of the R-O-W documents shortly. Water for drilling will come from existing wells in the field, from Willow Creek at Santio Crossing, from which it will be hauled by the Ute Oilfield Water Service under their filing with the State, and from our water supply well in the field.

The North Hill Creek 3-6-15-20 will be directionally drilled from the surface location to penetrate the proposed producing intervals (Mancos and deeper) under extreme topography with a vertical hole located 480' from the lease line. The entire directional proposal is included in the APD.

Patterson Rig #136 is running the long string on the North Hill Creek 9-11-15-20 this morning. We intend to move the rig to the North Hill Creek 3-6-15-20 upon approval of the APD and construction of the well pad.

Please call me if you have any questions or need additional information.

Sincerely,


Marc T. Eckels

Cc: BIA - 1
BLM - 3

RECEIVED
JAN 23 2004
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

001

APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

5. Lease Serial No.
14-20-H62-5034

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. If Unit or CA Agreement, Name and No.
n/a

8. Lease Name and Well No. North Hill
Creek 3-6-15-20

9. API Well No.
43-047-35442

10. Field and Pool, or Exploratory
Exploratory Undersignat
11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 6-T15S-R20E, SLB&
Surface: Sec 31-T14S-
R20E

12. County or Parish
Uintah

13. State
UT

1a. Type of Work: ☒ DRILL ☐ REENTER

1b. Type of Well: ☐ Oil Well ☒ Gas Well ☐ Other ☐ Single Zone ☐ Multiple Zone

2. Name of Operator
Wind River Resources Corporation

3a. Address Route 3 Box 3010
Roosevelt, UT 84066

3b. Phone No. (include area code)
435-722-2546

4. Location of Well (Report location clearly and in accordance with any State requirements. *)
At surface 1,180' fsl & 2,527' fwl (sesw) Sec. 31-T14S-
At proposed prod. zone 480' fnl & 2,550' fwl (nenw) Sec. 6-T15S-R20E

14. Distance in miles and direction from nearest town or post office*

15. Distance from proposed*
location to nearest
property or lease line, ft.
(Also to nearest drig. unit line, if any) 480' at prod. int-
erval

16. No. of Acres in lease
640

17. Spacing Unit dedicated to this well
40

18. Distance from proposed location*
to nearest well, drilling, completed,
applied for, on this lease, ft. 2,780' to NHC
1-6-15-20

19. Proposed Depth
12,500 (MD)

20. BLM/BIA Bond No. on file
Zions Bank SB-509795

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
7,450' (GL) / 7,474 (RKB)

22. Approximate date work will start*
Upon Approval

23. Estimated duration
4 weeks

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).

4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification.
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature *Marc T. Eckels*
Title Vice President

Name (Printed/Typed)
Marc T. Eckels

Date
1-21-04

Approved by (Signature) *Bradley G. Hill*
Title

Federal Approval of this
Action is Necessary

Name (Printed/Typed)
BRADLEY G. HILL
Off ENVIRONMENTAL SCIENTIST III

Date
01-28-04

Application approval does not warrant or certify the the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

4378601Y 39.55193
609965X -109.72013

BHL 4378095Y 39.54737
609972X -109.72013

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JAN 23 2004
DIV. OF OIL, GAS & MINING

T14S, R20E, S.L.B.&M.

WIND RIVER RESOURCES CORP.

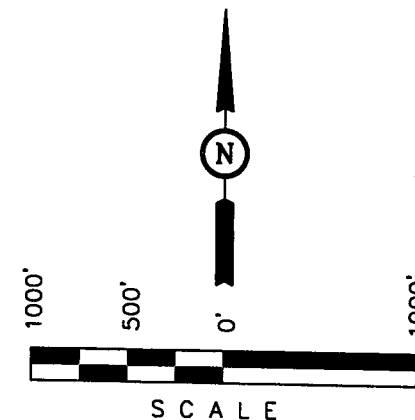
Well location, NORTH HILL CREEK #3-6-15-20,
located as shown in the SE 1/4 SW 1/4 of Section
31, T14S, R20E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (59 WF) LOCATED IN THE NW 1/4 OF SECTION 10,
T15S, R20E, S.L.B.&M. TAKEN FROM THE FLAT ROCK MESA
QUADRANGLE, UTAH, UTAH COUNTY 7.5 MINUTE QUAD.
(TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES
DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID
ELEVATION IS MARKED AS BEING 7449 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



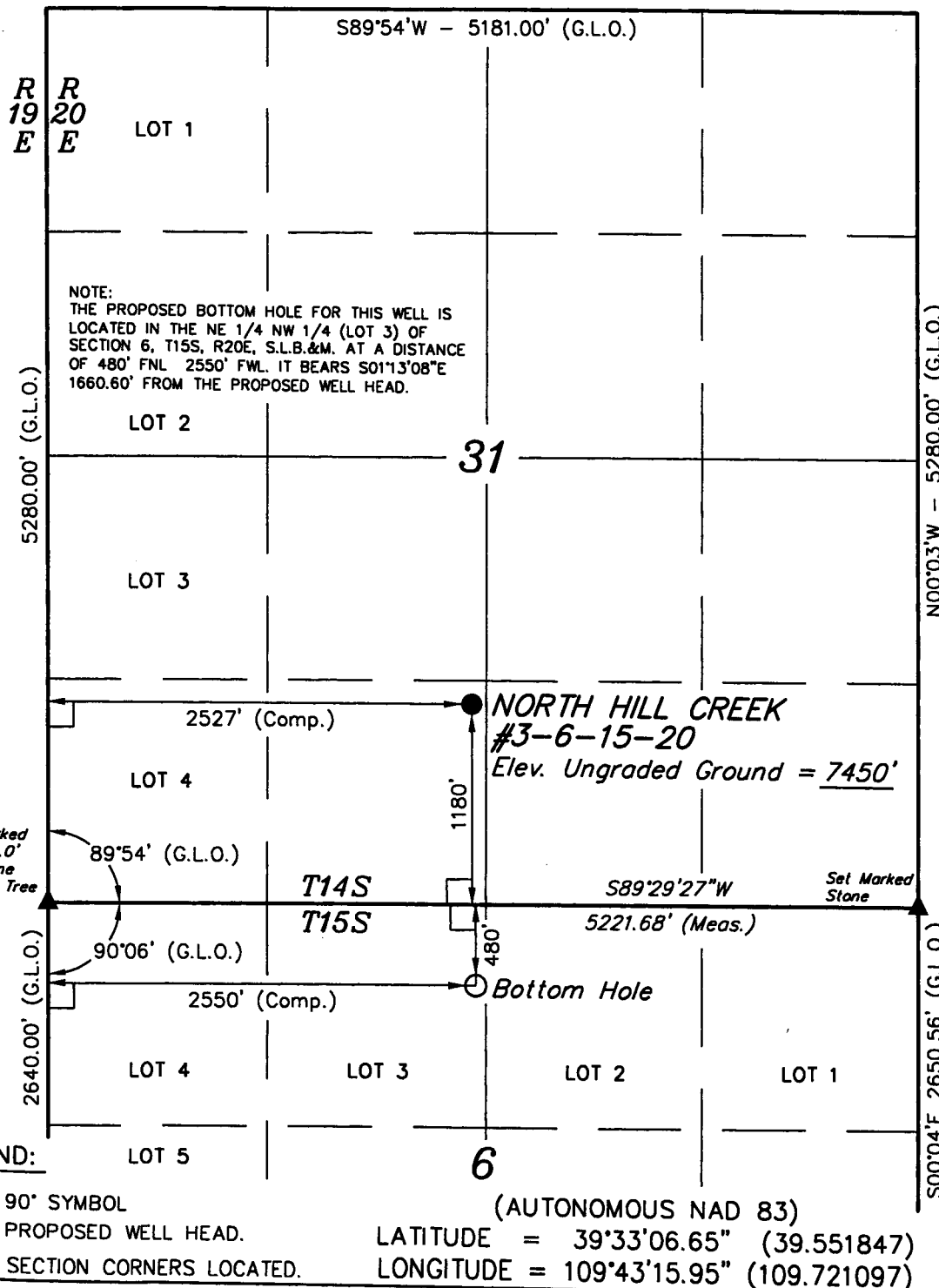
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

Robert L. Key
No. 461319
REGISTERED LAND SURVEYOR
REGISTRATION No. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 01-11-04	DATE DRAWN: 01-12-04
PARTY J.F. A.F. D.COX	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE WIND RIVER RESOURCES CORP.	



LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

DRILLING PLAN
WIND RIVER RESOURCES CORP.
NORTH HILL CREEK 3-6-15-20

1.	Estimated Formation Tops:	<u>TVD</u>	<u>MD</u>	
	Green River	surface	surface	
	Wasatch	2,315'	2,338'	Oil &/or gas >3,000'
	Mesaverde	4,315'	4,383'	Gas
	Castlegate Sandstone	6,115'	6,223'	Gas
	Mancos Shale	6,360'	6,474'	Gas
	Dakota Silt	10,215'	10,381'	Gas
	Dakota	10,340'	10,506'	Gas
	Cedar Mountain	10,395	10,561	Gas
	Morrison	10,595'	10,761'	Gas
	Curtis	11,280'	11,446'	Gas
	Entrada Sandstone	11,365'	11,531'	Gas
	Carmel	11,615'	11,781'	Gas
	Wingate	11,780'	11,946'	Gas
	Chinle	12,080'	12,246'	
	TD	12,130'	12,296'	

2. Wind River Resources' Minimum Specification for Pressure Control Equipment and Testing:

- A. 5,000 psi WP Double Gate Blowout Preventer with Annular Preventer (schematic diagram attached)
- B. BOPE will be pressure tested upon installation, whenever a seal subject to test pressure is broken or repairs are made; and at least once every 30 days. Chart recorders shall be used for all pressure tests.

Ram-type preventers and related pressure control equipment will be pressure tested to the rated working pressure of the stack assembly if a test plug is used. If a test plug is not used, the stack assembly will be tested to the rated working pressure of the stack assembly or to 70% of the minimum internal yield pressure of the casing, whichever is less.

Annular-type preventers will be pressure tested to 50% of rated working pressure.

- C. All casing strings will be pressure tested to 0.22 psi/ft or 1,500 psi, whichever is greater, prior to drilling plug after cementing. Test pressure not to exceed 70% of the internal yield pressure for the casing.
- D. Wind River Resources Corp. will comply with all requirements for well control specified in BLM Onshore Order #2.

3. Auxiliary Equipment:

Kelly Cock – Yes

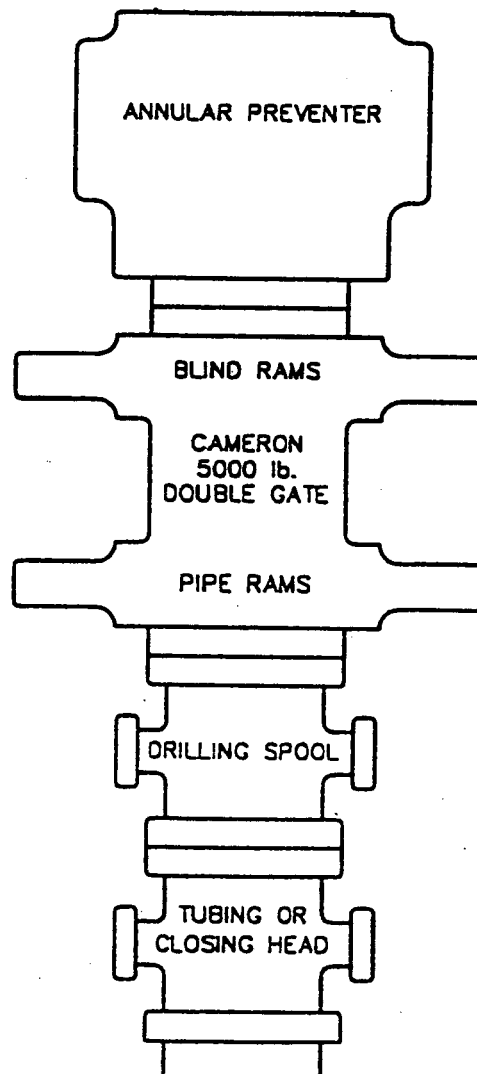
Float Sub at Bit – No

Mud Logger & Instrumentation– Yes

Full-opening Safety Valve on Rig Floor – Yes

Rotating Head – No

CLASS III BLOWOUT PREVENTER STACK



4. Casing Program*:

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.
Conductor	40'	20"	16"	Contractor	0.250" wall
Surface	4,000'	12-1/4"	9-5/8"	K-55	36.00# (new)
Production	0'-12,500'MD	7-7/8"	5-1/2"	HCP-110	17# (new)

*Subject to review on the basis of actual conditions encountered.
Production casing depth will be adjusted based on results.

5. Cement Program:

Conductor – 0-40'

Ready Mix to surface

Surface Casing – 0 – 4,000'

Stage 1:

Lead: 470 sx MidCon -2 Premium Plus w/ 0.125 pps Poly-E-Flake

Tail: 220 sx Premium AG 300 (Class G) w/ 2% CaCl, 0.125 pps
Poly-E-Flake & 0.25 pps Kwik Seal

50% excess volumes.

Cement Characteristics: Lead
Yield = 2.42 cu ft per sk
Slurry Weight = 12.0 ppg
Compressive Strength = 500 psi (24 hrs
@ 80 degrees F)

Tail
Yield = 1.17 cu ft per sk
Slurry Weight = 15.8 ppg
Compressive Strength = 3,000 psi (24 hrs)

Stage 2:

Lead: 440 sx MidCon-2 Premium Plus w/ 0.125 pps Poly-E-Flake

100% excess volume.

Cement Characteristics: Lead

Yield = 1.56 cu ft per sk
Slurry Weight = 14.0 ppg
Compressive Strength = 500 psi (24 hrs
@ 80 degrees F)

Will top down 1" pipe with Premium Top Out Cement, if needed.

Production Casing – 0'- 12,500' (MD)

Lead: 440 sx 50:50 Pozmix w/ 5 pps Silicalite, 0.3% Diacel LWL,
20% SSA-1, 1.5% Zonesealant 2000, 0.2% Versaset, foamed
to 9 ppg w/ nitrogen

Tail: 260 sx 50:50 Pozmix w/ 5 pps Silicalite, 0.3% Diacel
LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.2% Versaset,
foamed to 11 ppg w/ nitrogen

Tail: 60 sx 50:50 Pozmix w/ 5 pps Silicalite, 0.3% Diacel LWL, 20%
SSA-1, 1.5% Zonesealant 2000, 0.2% Versaset, not foamed

Shoe: 10 sx 50:50 Pozmix w/ 5 pps Silicalite, 0.3% Diacel LWL, 20%
SSA-1, 1.5% Zonesealant 2000, 0.2% Versaset, not foamed

4% excess.

Cement Characteristics: Yield = 1.47 cu ft per sk
Slurry Weight (not foamed) = 14.3 ppg
Slurry Weight (foamed) = 9.0 & 11.0 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

Actual cement volumes will be based on caliper log calculations and drilling
experience.

6. Testing, Logging, Coring:

- A. Drill Stem Tests – none anticipated
- B. Electric Logs – DIL/SP/GR, FDC/CNL/CAL/PE/GR
BHC Sonic/GR all from TD to surface
- C. Coring – None anticipated

7. Drilling Fluids:

Surface hole will be drilled with water unless circulation is lost, at which point air or air/mist will be used.

Well will be drilled with a low solids non-dispersed mud. In the event of severe lost circulation, the mud may be aerated.

8. Abnormal Pressures and Hazards:

No abnormal pressures or hydrogen sulfide are anticipated based on drilling to similar depths in the Flat Rock Field, approximately 3.5 miles to the northwest. The Del-Rio/Orion 29-7A produced a 36-hour shut-in pressure of 3,100 psi and a calculated formation pore pressure of approximately 4,000 psi at 11,700'.

9. Directional Drilling

Well is to be directionally drilled due to topographic inaccessibility of primary geological targets. The surface location is on Ute Tribe surface above federal minerals in Section 31-T14S-R20E. The 12-1/4" surface hole will be kicked off at 500' MD to build at 1 degree/100' at an azimuth of 179.2 degrees. Angle will be built to 12.03 degrees and held to the surface casing point at 4,000'. The 7-7/8" hole will be held at 12.03 degrees out from under surface to 8,463' MD. At that point angle will be dropped at 1 degree/100' until vertical at 9,666' MD. The well bore will enter Section 6 at approximately 6,760' MD. The vertical portion of the hole below 9,666' MD will be 480' south of the section line.

The Sperry-Sun directional drilling data are attached.

SURFACE USE PLAN WIND RIVER RESOURCES NORTH HILL CREEK 3-6-15-20

1. Existing Roads:
 - A. Topographic Map "A" shows the vicinity of the well, including a portion of the Agency Draw-Flat Rock Mesa Road. This road is reached from Ouray, Utah, by following the Seep Ridge Road south to Buck Canyon; taking the Buck Canyon Road west to the Willow Creek Road; then north on the Willow Creek Road to Santio Crossing, which is at the junction of the Willow Creek Road and the Agency Draw Road. The Agency Draw Road becomes the Flat Rock Mesa Road.
 - B. Topographic Map "B" shows the point approximately 52.3 miles south of Ouray where the access road to the well departs the Oil Sand Canyon Road before it starts its descent into Hill Creek. Beyond this point the access road consists of 0.5 mile of existing two-track leading southwest to the well site.
 - C. The 0.5 mile of existing two-track road will be upgraded with a shale surface. The shale material will hauled from a pit located in Section 32-T13S-R21E, leased to the operator by SITLA. The shale road surface has proved very durable and the operator will apply a similar shale surface to the location and new access road. Some of the native shale is likely to be suitable and will be used to the extent possible.
2. Planned Access Road:

Refer to Topographic Map "B".

 - A. Length of new road (upgraded two-track) will be approximately 0.5 mile.
 - B. The right-of-way width is 30' (15' on either side of the centerline) with a 20-foot wide running surface.
 - C. Maximum grade will be less than 2%.
 - D. No turn-outs are planned.

- E. The new road will be crowned, ditched and dipped to provide adequate drainage.
- F. No culverts will be used.
- G. Surface material will be shale native to the area or hauled in from the pit in Section 32-T13S0R21E.
- H. No gates or cattleguards will be needed. Nor will any existing facilities be modified.
- I. The proposed road was flagged when the location was staked.
- J. The authorized officer will be contacted at least 24 hours in advance of commencement of construction of the access road and well pad.

3. Location of Existing Wells:

The nearest producing well is the Del-Rio 32-12A, located approximately 3,300' east of the proposed well location.

4. Location of Existing and/or proposed Facilities:

There are no existing facilities on the proposed well pad. All proposed facilities will be contained within the proposed location site (see attached "Location Layout"). Topographic Map "D" shows the proposed route for a gas line, to be co-located in the access road right-of-way for a distance of 1,297', at which point it will depart the road and follow a two-track to the east and south to connect with the 8" line serving the NHC 1-6-15-20.

The operator will submit information concerning proposed on and off well pad facilities once production has been established by applying for approval of subsequent operations.

5. Location and Type of Water Supply:

- A. Some produced water from existing wells will be used for drilling. Fresh water will be taken at a point of diversion at Santio Crossing from Willow Creek in the SESE Section 29-T12S-R21E, SLB&M, if available during the drought. This water will be taken under the terms of the Ute

Oilfield Water Service's state filing. Water will also be saved in the reserve pit from any air drilling of the surface casing hole.

- B. Water will be transported by truck on the Agency Draw and Flat Rock Mesa roads.
- C. A water supply well, located in the sese Sec.3-T15S-R20E may also be used for water supply.

6. Source of Construction Materials:

- A. It is not anticipated that any construction materials will be needed for the drilling phase of this project. Gravel, shale or road base materials needed to upgrade access roads and well pad will be obtained from the operator's pit located on SITLA land near Chimney Rock.
- B. The entire well site and all access roads to be upgraded or built are located on lands held in trust by the federal government for the Ute Indian Tribe.
- C. All construction materials used in building the well pad and access road will be native material accumulated during construction. In the event that additional materials are needed, they will be obtained from the operator's existing pit on SITLA land or from private sources.

7. Methods for Handling Waste Disposal

- A. Drill cuttings will be buried in the reserve pit.

Sewage waste will be contained in portable chemical toilets serviced by a commercial sanitary service.

Garbage and trash will be contained in trash baskets and hauled to a sanitary landfill.

Salt and chemicals will be kept in proper containers and salvaged for future use or disposed of at an approved facility.

- B. Drilling fluids will be contained in the reserve pit and mud tanks. To the extent possible, drilling fluids and water will be saved for use at future drilling locations. Unusable drilling fluids and water will be disposed of in an approved manner upon the completion of the well.

- C. The reserve pit will be lined with 12 mil plastic nylon reinforced liner installed over sufficient bedding material to cover any exposed rocks. The pit will be fenced on three sides with 39" net wire, topped with a minimum of one stand of barbed wire. All wire will be stretched prior to attachment to the corner posts. The fourth side will be fenced when drilling activities are completed to allow drying.
8. Ancillary Facilities:
- No airstrips will be built. Mobile living quarters and office facilities for supervisors, geologists, mud engineer, mud loggers and air compressor personnel will be confined to the drilling location as shown on the "Location Layout" diagram. The drilling crew will be housed in the pre-existing camp located at the North Hill Creek 6-11-15-20, approximately 5 miles to the southeast.
9. Well Site Layout:
- A. Refer to attached "Typical Cross Section" diagram for cuts and fills and relation to topography
 - B. Refer to "Location Layout" diagram for location of mud tanks, reserve and flare pits, pipe racks, living facilities and top soil stockpiles.
 - C. Refer to "Location Layout" diagram for rig orientation, access road and parking area. Parking area will be in the northeast corner of the location.
10. Plans for Restoration of the Surface:
- A. Producing well location
 - i. Immediately upon well completion the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
 - ii. Immediately upon well completion any hydrocarbons on the reserve pit will be removed and disposed of properly.
 - iii. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. The reserve pit will be reclaimed within 90 days of the date of well completion, or as soon

thereafter as is practical. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc, removed. The liner will be perforated and torn prior to backfilling.

- iv. Access roads will be graded and maintained to prevent erosion and accommodate year-round traffic.
- v. All disturbed areas not needed for operations will be seeded with the mixture required by the BIA in the manner specified by the BIA.

B. Dry Hole/Abandoned Location

At such time as it is determined that the well is to be plugged and abandoned, the operator will submit a subsequent report of abandonment to the BLM and the BIA. The BLM will attach plugging conditions of approval, and the BIA will attach conditions of approval for the restoration of the surface.

11. Surface Ownership:

Access roads and location are held in trust for the Ute Indian Tribe by the United States. The operator has obtained a right-of-way with the BIA and submitted payment for damages as specified in its Exploration and Development Agreement with the Ute Indian Tribe.

12. Additional Information:

- A. The operator will inform all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator will immediately stop work that might further disturb such materials, and will inform the assigned monitor and the authorized officer (AO) at the BIA. Within five working days the AO will inform the operator as to:
 - Whether the materials appear to be eligible for the National Register of Historic Places;
 - The mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and

- A time frame for the AO to complete an expedited review under 36 CFR 900.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes at any time to relocate activities to avoid the cost of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that required mitigation has been completed, the operator will be allowed to resume construction.

- C. Less than 10,000 pounds of any chemical(s) on EPA's Consolidated List of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986, and less than threshold planning quantity (TPQ) of any extremely hazardous substance(s), as defined in 40 CFR, would be used, produced, transported, stored, disposed of, or associated with the proposed operation.
- D. At the request of the Ute Indian Tribe, a blade-wide (10'-12') fire break will be bladed around the perimeter of the location.

13. Lessee's or Operator's Representative and Certification:


Marc T. Eckels, Vice President
Wind River Resources Corporation
Route 3 Box 3010
Roosevelt, UT 84066
Office – 435-722-2546
Fax - 435-722-5089
Cell – 435-823-2546
Home – 435-722-3714

I hereby certify that I have inspected the proposed drill site and access road; that I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and that the work associated with the operations proposed here will be performed by Wind River Resources Corporation, and its contractors and subcontractors in conformity with the plan and the terms and conditions under which it is approved. This statement is

subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Please be advised that Wind River Resources Corporation is considered to be the operator of the North Hill Creek 3-6-15-20 well (Ute Tribal); SESW Sec 31-T14S-R20E (surface location) and NENW Section 6-T15S-R20E (producing zone); Lease No. 14-20-H62-5034; Uintah County, Utah; and is responsible for the operations conducted upon the leased lands. Bond coverage is provided by Zions Bank SB-509795.

January 21, 2003
Date


Marc T. Eckels
Vice President

The onsite inspection for this well was conducted on January 20, 2004.

Participants in the onsite inspection were:

Alvin Ignacio, Ute Indian Tribe EMRD
Manuel Myore, BIA
Marc Eckels, Wind River Resources Corp.
Bob Chapoose & Matt Mitchell, Bear Paw Const. & Consulting
Art Cesspooch, AC-DC Fence & Roustabout

RECEIVED FILING FOR WATER IN THE
OCT 10 2002 STATE OF UTAH

Rec. by

Fee Rec.

Receipt #

WATER RIGHT VERNAL APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

WATER RIGHT NUMBER: 49 - 1667

APPLICATION NUMBER: T74534

1. OWNERSHIP INFORMATION:

LAND OWNED? No

A. NAME: Ute Oilfield Water Service
c/o Michael Wood
ADDRESS: P.O. Box 598, Roosevelt, UT 84066

B. PRIORITY DATE: October 10, 2002

FILING DATE: October 10, 2002

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 5.0 acre-feet

B. SOURCE: Willow Creek

COUNTY: Uintah

C. POINT OF DIVERSION -- SURFACE:

(1) N 150 feet W 700 feet from SE corner, Section 29, T 12S, R 21E, SLBM
DIVERT WORKS: Water truck pump from creek
SOURCE: Willow Creek

D. COMMON DESCRIPTION: 45 SW of Vernal

3. WATER USE INFORMATION:

OIL EXPLORATION: from Oct 10 to Oct 9. Drilling and completion of oil/gas wells
2002 2003 on Flat Rock Mesa

4. PLACE OF USE: (which includes all or part of the following legal subdivisions:)

	NORTH-WEST¼	NORTH-EAST¼	SOUTH-WEST¼	SOUTH-EAST¼
BASE TOWN RANG SEC	NW NE SW SE	NW NE SW SE	NW NE SW SE	NW NE SW SE
SL 14S 20E	Entire TOWNSHIP			

5. EXPLANATORY:

Point of diversion is on BLM land. Permission is being obtained.

Appropriate



WIND RIVER RESOURCES
Utah
Uintah County
SEC31-T14S-R20E
NHC #3-6-15-20-12 - NHC 3-6

Sperry-Sun

Proposal Report

21 January, 2004

Proposal Ref: pro6625

HALLIBURTON

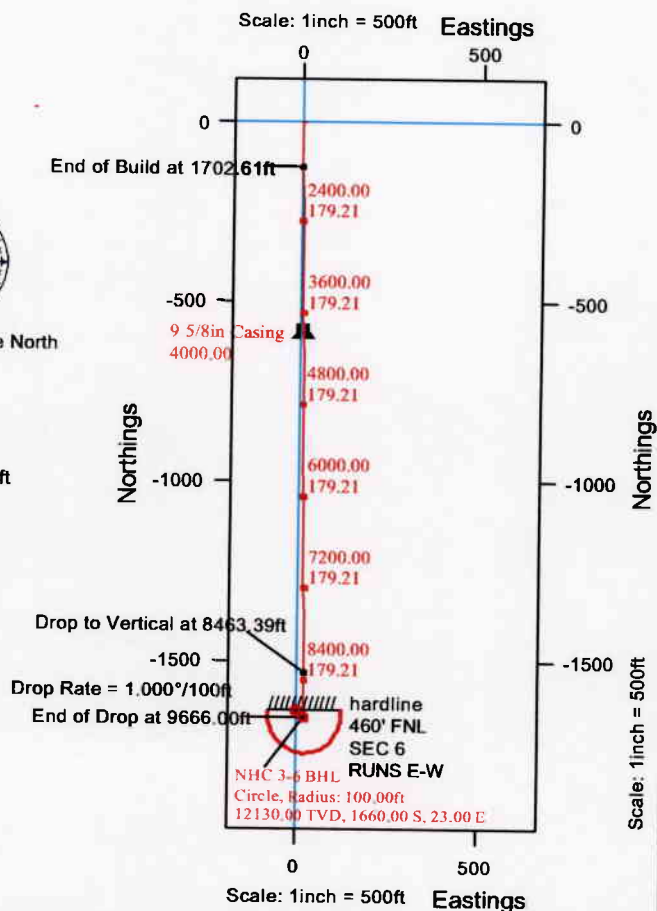
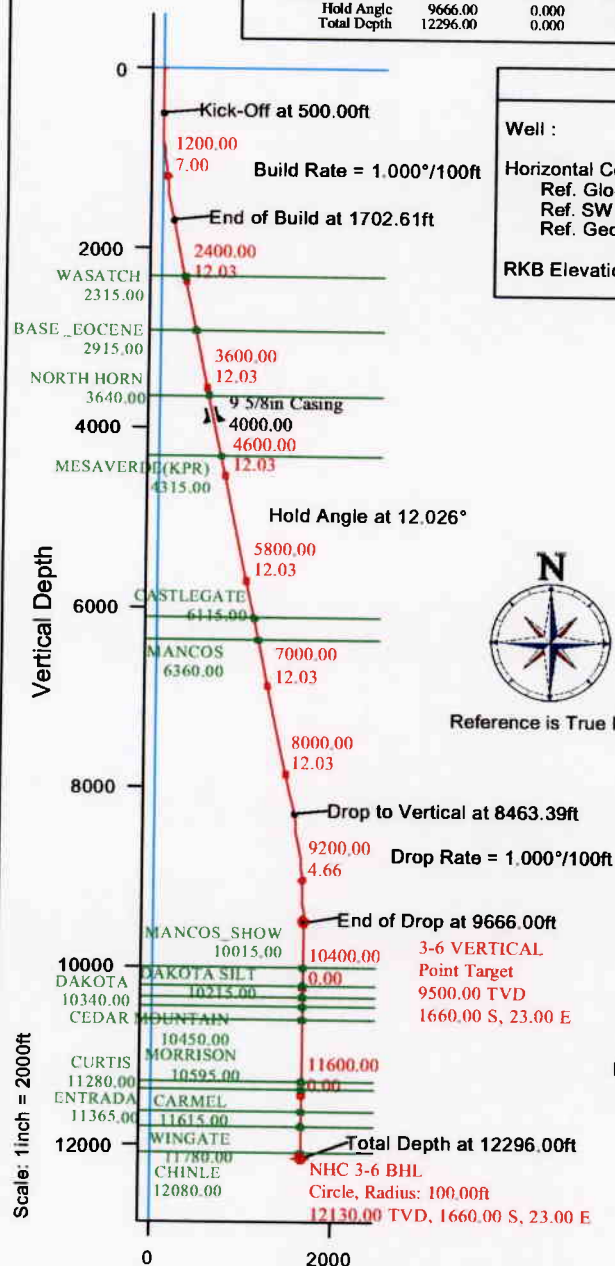
Utah
 Uintah County
 SEC31-T14S-R20E
 NHC #3-6-15-20-12
 NHC 3-6

NHC 3-6 Proposal Data

	Measured Depth	Incl.	Azim.	Vertical Depth	Northings	Eastings	Vertical Section	Dogleg Rate
Kick-Off Point	0.00	0.000	0.000	0.00	0.00 N	0.00 E	0.00	
	500.00	0.000	0.000	500.00	0.00 N	0.00 E	0.00	0.000
Hold Angle	1702.61	12.026	179.206	1693.80	125.74 S	1.74 E	125.75	1.000
Drop to Vertical	8463.39	12.026	179.206	8306.20	1534.26 S	21.26 E	1534.41	0.000
Hold Angle	9666.00	0.000	0.000	9500.00	1660.00 S	23.00 E	1660.16	1.000
Total Depth	12296.00	0.000	0.000	12130.00	1660.00 S	23.00 E	1660.16	0.000

Current Well Properties

Well : NHC #3-6-15-20-12
 Horizontal Coordinates:
 Ref. Global Coordinates : 7010521.71 N, 2142074.37 E
 Ref. SW CORNER OF SEC 31 : 1180' FSL, 2527' FWL
 Ref. Geographical Coordinates : 39° 33' 07.0619" N, 109° 43' 14.5359" W
 RKB Elevation : 7464.00ft above Mean Sea Level



Scale: 1 inch = 2000ft Vertical Section
 Section Azimuth: 179.206° (True North)

Prepared by:
 Masoud Khodadad

Date/Time:
 13 January, 2004 - 13:24

Checked:

Approved:

HALLIBURTON**WIND RIVER RESOURCES**

Utah

Uintah County

Proposal Report for SEC31-T14S-R20E - NHC #3-6-15-20-12 - NHC 3-6

Measured Depth (ft)	Incl.	Azim.	Vertical Depth (ft)	Northings (ft)	Eastings (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Buid Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth	Comment
0.00	0.000	0.000	0.00	0.00 N	0.00 E	0.00					
500.00	0.000	0.000	500.00	0.00 N	0.00 E	0.00	0.000	0.000	0.000	1.140	Kick-Off at 500.00ft
600.00	1.000	179.206	599.99	0.87 S	0.01 E	0.87	1.000	1.000	0.000	179.206	
700.00	2.000	179.206	699.96	3.49 S	0.05 E	3.49	1.000	1.000	0.000	0.000	
800.00	3.000	179.206	799.86	7.85 S	0.11 E	7.85	1.000	1.000	0.000	0.000	
900.00	4.000	179.206	899.68	13.96 S	0.19 E	13.96	1.000	1.000	0.000	0.000	
1000.00	5.000	179.206	999.37	21.80 S	0.30 E	21.80	1.000	1.000	0.000	0.000	
1100.00	6.000	179.206	1098.90	31.38 S	0.43 E	31.39	1.000	1.000	0.000	0.000	
1200.00	7.000	179.206	1198.26	42.70 S	0.59 E	42.71	1.000	1.000	0.000	0.000	
1300.00	8.000	179.206	1297.40	55.75 S	0.77 E	55.76	1.000	1.000	0.000	0.000	
1400.00	9.000	179.206	1396.30	70.53 S	0.98 E	70.54	1.000	1.000	0.000	0.000	
1500.00	10.000	179.206	1494.93	87.04 S	1.21 E	87.05	1.000	1.000	0.000	0.000	
1600.00	11.000	179.206	1593.26	105.26 S	1.46 E	105.27	1.000	1.000	0.000	0.000	
1700.00	12.000	179.206	1691.25	125.19 S	1.73 E	125.21	1.000	1.000	0.000	0.000	
1702.61	12.026	179.206	1693.80	125.74 S	1.74 E	125.75	1.000	1.000	0.000	0.000	End of Build at 1702.61ft
2000.00	12.026	179.206	1984.66	187.69 S	2.60 E	187.71	0.000	0.000	0.000	0.000	
2337.75	12.026	179.206	2315.00	258.06 S	3.58 E	258.08	0.000	0.000	0.000	0.000	WASATCH
2951.21	12.026	179.206	2915.00	385.87 S	5.35 E	385.90	0.000	0.000	0.000	0.000	BASE _EOCENE
3000.00	12.026	179.206	2962.71	396.03 S	5.49 E	396.07	0.000	0.000	0.000	0.000	
3692.48	12.026	179.206	3640.00	540.30 S	7.49 E	540.35	0.000	0.000	0.000	0.000	NORTH HORN
4000.00	12.026	179.206	3940.77	604.37 S	8.37 E	604.43	0.000	0.000	0.000	0.000	9 5/8in Casing
4382.63	12.026	179.206	4315.00	684.09 S	9.48 E	684.15	0.000	0.000	0.000	0.000	MESAVERDE(KPR)
5000.00	12.026	179.206	4918.82	812.71 S	11.26 E	812.79	0.000	0.000	0.000	0.000	
6000.00	12.026	179.206	5896.87	1021.05 S	14.15 E	1021.14	0.000	0.000	0.000	0.000	
6223.02	12.026	179.206	6115.00	1067.51 S	14.79 E	1067.61	0.000	0.000	0.000	0.000	CASTLEGATE

HALLIBURTON**WIND RIVER RESOURCES**

Utah

Uintah County

Proposal Report for SEC31-T14S-R20E - NHC #3-6-15-20-12 - NHC 3-6

Measured Depth (ft)	Incl.	Azlm.	Vertical Depth (ft)	Northings (ft)	Eastings (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth	Comment
6473.52	12.026	179.206	6360.00	1119.70 S	15.51 E	1119.80	0.000	0.000	0.000	0.000	MANCOS
7000.00	12.026	179.206	6874.93	1229.38 S	17.03 E	1229.50	0.000	0.000	0.000	0.000	
8000.00	12.026	179.206	7852.98	1437.72 S	19.92 E	1437.86	0.000	0.000	0.000	0.000	
8463.39	12.026	179.206	8306.20	1534.26 S	21.26 E	1534.41	0.000	0.000	0.000	0.000	Drop to Vertical at 8463.39ft
8500.00	11.660	179.206	8342.03	1541.78 S	21.36 E	1541.92	1.000	-1.000	0.000	180.000	
8600.00	10.660	179.206	8440.14	1561.13 S	21.63 E	1561.28	1.000	-1.000	0.000	180.000	
8700.00	9.660	179.206	8538.57	1578.77 S	21.87 E	1578.92	1.000	-1.000	0.000	180.000	
8800.00	8.660	179.206	8637.29	1594.68 S	22.10 E	1594.84	1.000	-1.000	0.000	180.000	
8900.00	7.660	179.206	8736.28	1608.88 S	22.29 E	1609.03	1.000	-1.000	0.000	180.000	
9000.00	6.660	179.206	8835.50	1621.34 S	22.46 E	1621.49	1.000	-1.000	0.000	180.000	
9100.00	5.660	179.206	8934.92	1632.07 S	22.61 E	1632.23	1.000	-1.000	0.000	180.000	
9200.00	4.660	179.206	9034.51	1641.06 S	22.74 E	1641.22	1.000	-1.000	0.000	180.000	
9300.00	3.660	179.206	9134.25	1648.32 S	22.84 E	1648.47	1.000	-1.000	0.000	180.000	
9400.00	2.660	179.206	9234.09	1653.83 S	22.91 E	1653.99	1.000	-1.000	0.000	180.000	
9500.00	1.660	179.206	9334.02	1657.60 S	22.97 E	1657.75	1.000	-1.000	0.000	180.000	
9600.00	0.660	179.206	9434.00	1659.62 S	22.99 E	1659.78	1.000	-1.000	0.000	180.000	
9666.00	0.000	0.000	9500.00	1660.00 S	23.00 E	1660.16	1.000	-1.000	0.000	180.000	End of Drop at 9666.00ft Target - 3-6 VERTICAL
10181.01	0.000	0.000	10015.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	MANCOS_SHOW
10381.01	0.000	0.000	10215.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	DAKOTA SILT
10506.01	0.000	0.000	10340.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	DAKOTA
10616.01	0.000	0.000	10450.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	CEDAR MOUNTAIN
10761.01	0.000	0.000	10595.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	MORRISON
11446.01	0.000	0.000	11280.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	CURTIS
11531.01	0.000	0.000	11365.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	ENTRADA
11781.01	0.000	0.000	11615.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	CARMEL

Proposal Report for SEC31-T14S-R20E - NHC #3-6-15-20-12 - NHC 3-6

Measured Depth (ft)	Incl.	Azlm.	Vertical Depth (ft)	Northings (ft)	Eastings (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth	Comment
11946.01	0.000	0.000	11780.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	WINGATE
12246.01	0.000	0.000	12080.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	CHINLE
12296.00	0.000	0.000	12130.00	1660.00 S	23.00 E	1660.16	0.000	0.000	0.000	1.140	Total Depth at 12296.00ft Target - NHC 3-6 BHL, 100.00 Radius., Current Target

All data is in Feet (US Survey) unless otherwise stated. Directions and coordinates are relative to True North.
Vertical depths are relative to RKB. Northings and Eastings are relative to 1180' FSL, 2527' FWL.

The Dogleg Severity and Build and Turn rates are in Degrees per 100 feet (US Survey).
Vertical Section is from 1180' FSL, 2527' FWL and calculated along an Azimuth of 179.206° (True).

Based upon Minimum Curvature type calculations, at a Measured Depth of 12296.00ft.,
The Bottom Hole Displacement is 1660.16ft., in the Direction of 179.206° (True).

Comments

Measured Depth (ft)	Station Coordinates			Comment
	TVD (ft)	Northings (ft)	Eastings (ft)	
500.00	500.00	0.00 N	0.00 E	Kick-Off at 500.00ft
1702.61	1693.80	125.74 S	1.74 E	End of Build at 1702.61ft
8463.39	8306.20	1534.26 S	21.26 E	Drop to Vertical at 8463.39ft
9666.00	9500.00	1660.00 S	23.00 E	End of Drop at 9666.00ft
12296.00	12130.00	1660.00 S	23.00 E	Total Depth at 12296.00ft

Proposal Report for SEC31-T14S-R20E - NHC #3-6-15-20-12 - NHC 3-6

Formation Tops

Formation Plane (Below Well Origin)			Profile Penetration Point					Formation Name
Sub-Sea (ft)	Dip Angle	Dn-Dip Dirn.	Measured Depth (ft)	Vertical Depth (ft)	Sub-Sea Depth (ft)	Northings (ft)	Eastings (ft)	
-5149.00	0.000	0.000	2337.75	2315.00	-5149.00	258.06 S	3.58 E	WASATCH
-4549.00	0.000	0.000	2951.21	2915.00	-4549.00	385.87 S	5.35 E	BASE_EOCENE
-3824.00	0.000	0.000	3692.48	3640.00	-3824.00	540.30 S	7.49 E	NORTH HORN
-3149.00	0.000	0.000	4382.63	4315.00	-3149.00	684.09 S	9.48 E	MESAVERDE(KPR)
-1349.00	0.000	0.000	6223.02	6115.00	-1349.00	1067.51 S	14.79 E	CASTLEGATE
-1104.00	0.000	0.000	6473.52	6360.00	-1104.00	1119.70 S	15.51 E	MANCOS
2551.00	0.000	0.000	10181.01	10015.00	2551.00	1660.00 S	23.00 E	MANCOS_SHOW
2751.00	0.000	0.000	10381.01	10215.00	2751.00	1660.00 S	23.00 E	DAKOTA SILT
2876.00	0.000	0.000	10506.01	10340.00	2876.00	1660.00 S	23.00 E	DAKOTA
2986.00	0.000	0.000	10616.01	10450.00	2986.00	1660.00 S	23.00 E	CEDAR MOUNTAIN
3131.00	0.000	0.000	10761.01	10595.00	3131.00	1660.00 S	23.00 E	MORRISON
3816.00	0.000	0.000	11446.01	11280.00	3816.00	1660.00 S	23.00 E	CURTIS
3901.00	0.000	0.000	11531.01	11365.00	3901.00	1660.00 S	23.00 E	ENTRADA
4151.00	0.000	0.000	11781.01	11615.00	4151.00	1660.00 S	23.00 E	CARMEL
4316.00	0.000	0.000	11946.01	11780.00	4316.00	1660.00 S	23.00 E	WINGATE
4616.00	0.000	0.000	12246.01	12080.00	4616.00	1660.00 S	23.00 E	CHINLE

HALLIBURTON

WIND RIVER RESOURCES

Utah

Uintah County

Proposal Report for SEC31-T14S-R20E - NHC #3-6-15-20-12 - NHC 3-6

Casing details

From		To		Casing Detail
Measured	Vertical	Measured	Vertical	
Depth	Depth	Depth	Depth	
(ft)	(ft)	(ft)	(ft)	
<Surface>	<Surface>	4000.00	3940.77	9 5/8in Casing

Targets associated with this wellpath

Target Name	Target Entry Coordinates			Target Shape	Target Type
	TVD (ft)	Northings (ft)	Eastings (ft)		
NHC 3-6 HARDLINE	0.00	1640.00 S	0.00 E	Point	Current Target
1-6 BHL	0.00	2313.00 S	2139.00 E	Point	Current Target
3-6 VERTICAL	9500.00	1660.00 S	23.00 E	Point	
NHC 3-6 BHL	12130.00	1660.00 S	23.00 E	Circle	Current Target

North Reference Sheet for SEC31-T14S-R20E - NHC #3-6-15-20-12

Coordinate System is NAD83 Utah State Planes, Central Zone
Source: Snyder, J.P., 1987, Map Projections - A Working Manual

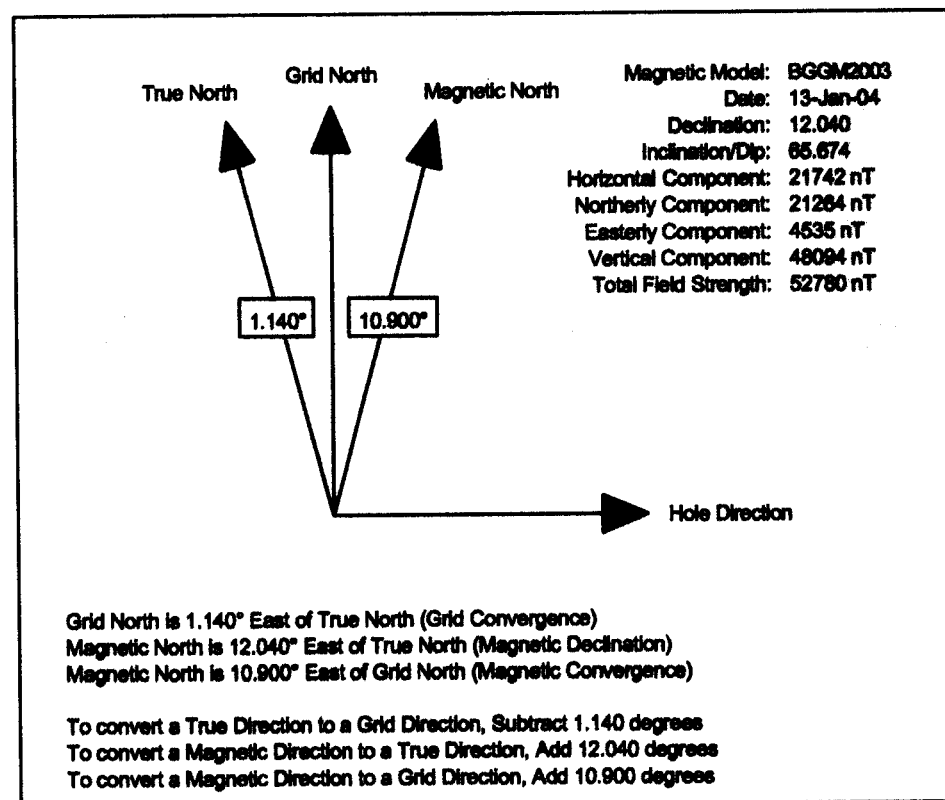
Datum is North American Datum of 1983

Spheroid is Geodetic Reference System of 1980
Equatorial Radius: 6,378,137.000m.
Polar Radius: 6,356,752.314m.
Inverse Flattening: 298.25722210085m.

Projection method is Lambert Conformal Conic Projection
Central Meridian is 40.650°
Longitude Origin: -111.500°
Latitude Origin: 38.333°
False Easting: 500,000.000m.
False Northing: 2,000,000.000m.
Scale Reduction: 1.00000000

Datum is North American Datum of 1983
Spheroid is Geodetic Reference System of 1980
Equatorial Radius: 6,378,137.000m.
Polar Radius: 6,356,752.314m.

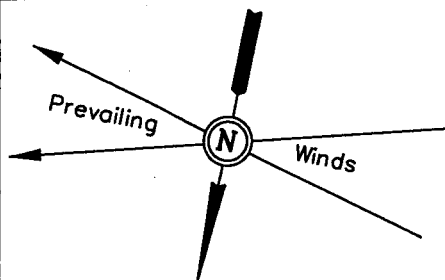
Grid Coordinates of Well: 7010521.71 N, 2142074.37 E
Geographical Coordinates of Well: 39° 33' 07.0619" N, 109° 43' 14.5359" W
Surface Elevation of Well: 7464.00ft
Grid Convergence at Surface is 1.140°
Magnetic Declination at Surface is 12.040° (13 January, 2004)



WIND RIVER RESOURCES CORP.

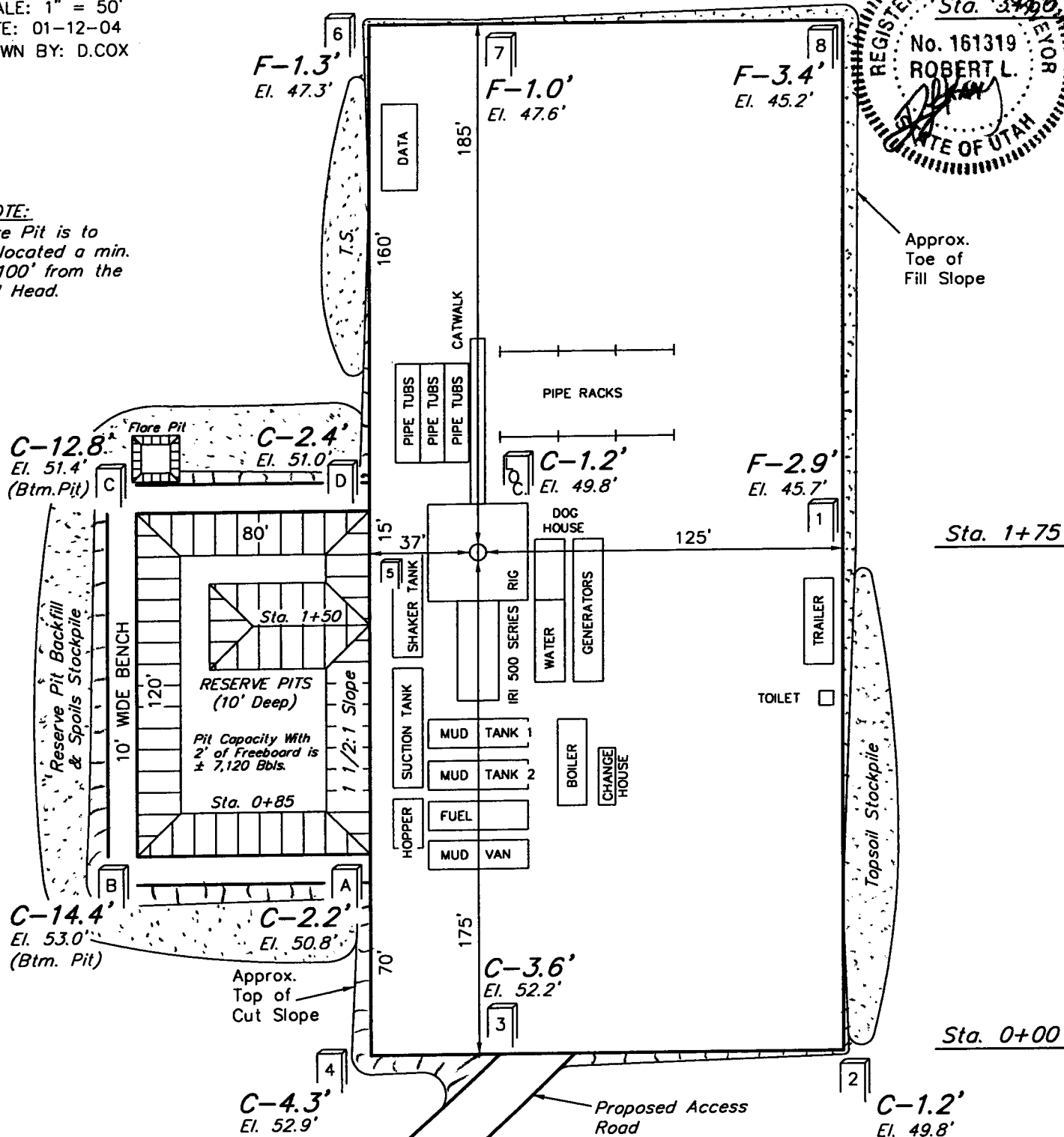
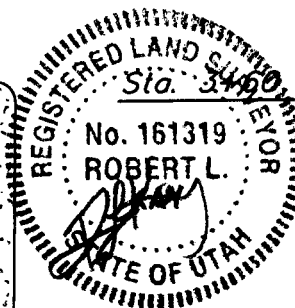
LOCATION LAYOUT FOR

NORTH HILL CREEK #3-6-15-20
SECTION 31, T14S, R20E, S.L.B.&M.
1180' FSL 2527' FWL



SCALE: 1" = 50'
DATE: 01-12-04
DRAWN BY: D.COX

NOTE:
Flare Pit is to
be located a min.
of 100' from the
Well Head.



Elev. Ungraded Ground at Location Stake = 7449.8'
Elev. Graded Ground at Location Stake = 7948.6'

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85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

WIND RIVER RESOURCES CORP.

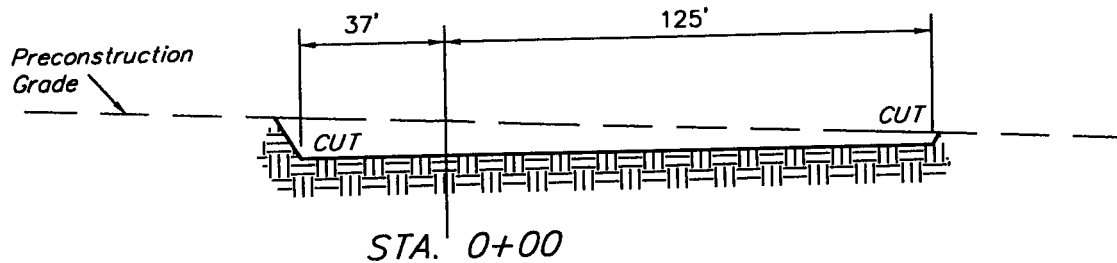
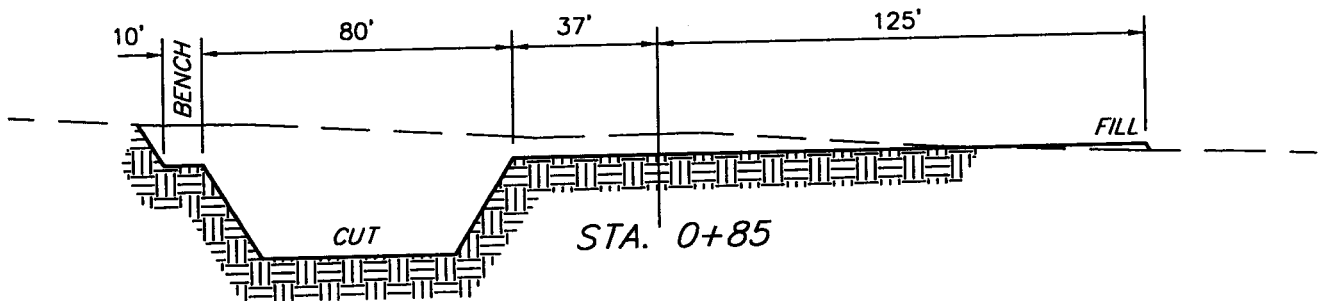
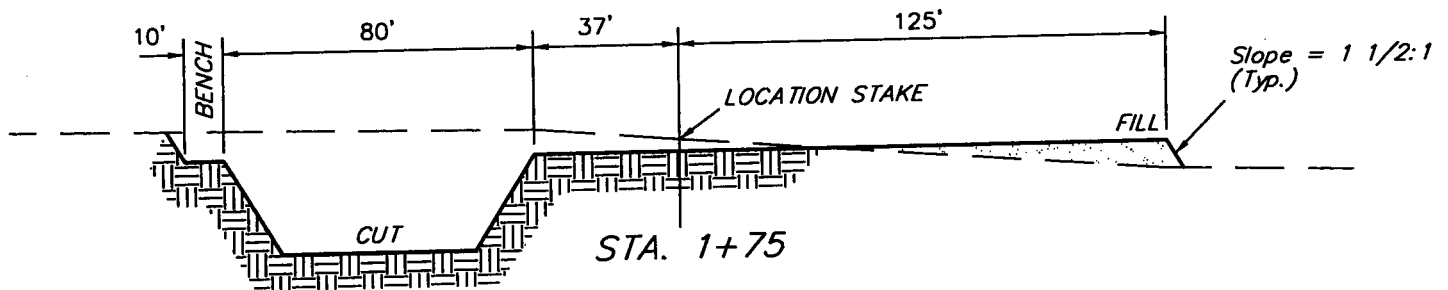
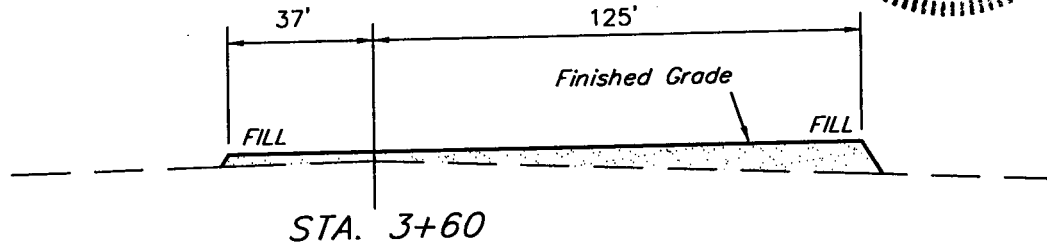
TYPICAL CROSS SECTIONS FOR

NORTH HILL CREEK #3-6-15-20
SECTION 31, T14S, R20E, S.L.B.&M.
1180' FSL 2527' FWL



1" = 20'
X-Section
Scale
1" = 50'

DATE: 01-12-04
DRAWN BY: D.COX

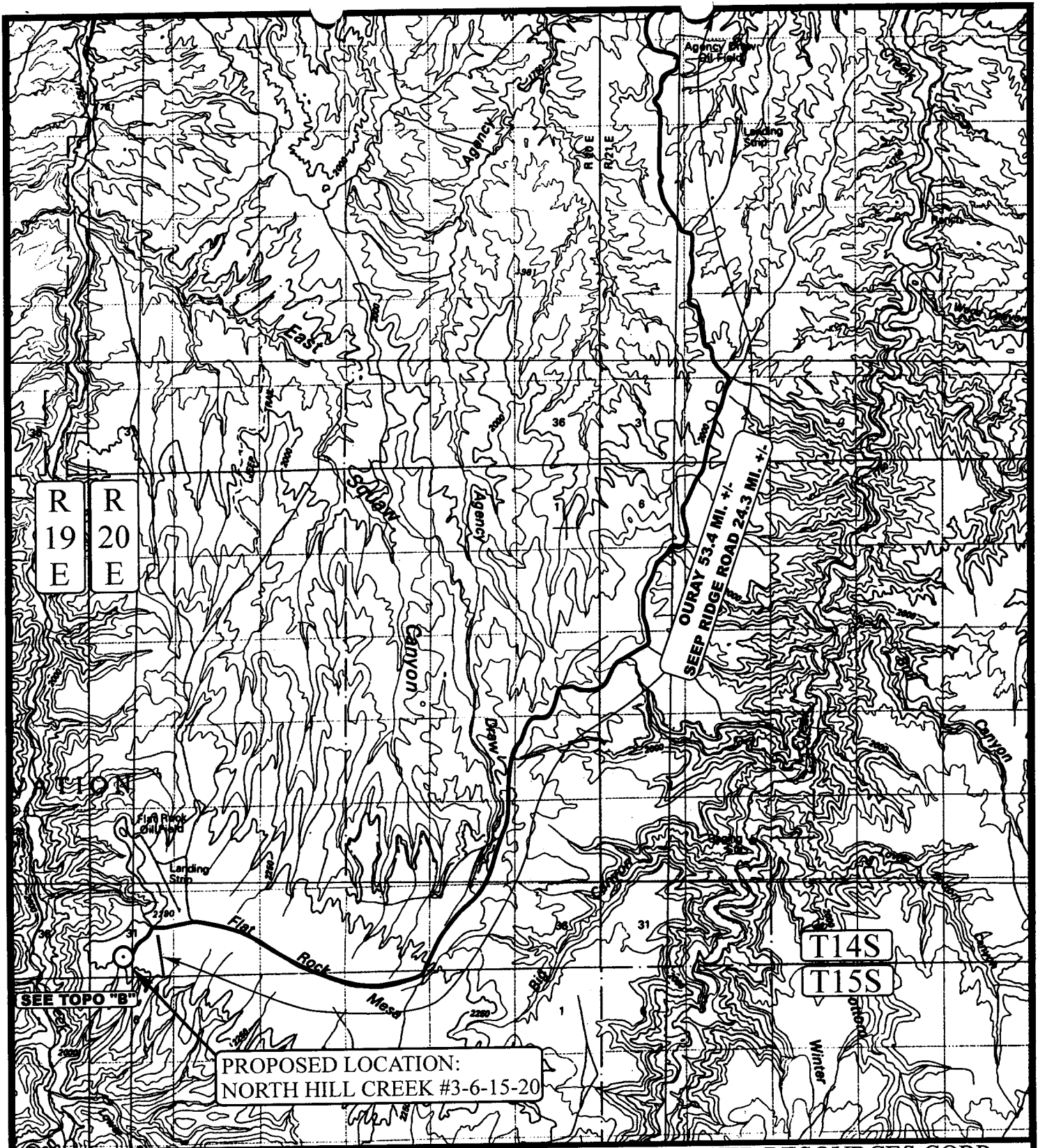


APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 2,630 Cu. Yds.
Remaining Location = 4,160 Cu. Yds.
TOTAL CUT = 6,790 CU.YDS.
FILL = 2,970 CU.YDS.

EXCESS MATERIAL AFTER
5% COMPACTION = 3,660 Cu. Yds.
Topsoil & Pit Backfill
(1/2 Pit Vol.) = 3,660 Cu. Yds.
EXCESS UNBALANCE = 0 Cu. Yds.
(After Rehabilitation)

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LEGEND:

○ PROPOSED LOCATION



WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #3-6-15-20
SECTION 31, T14S, R20E, S.L.B.&M.
1180' FSL 2527' FWL



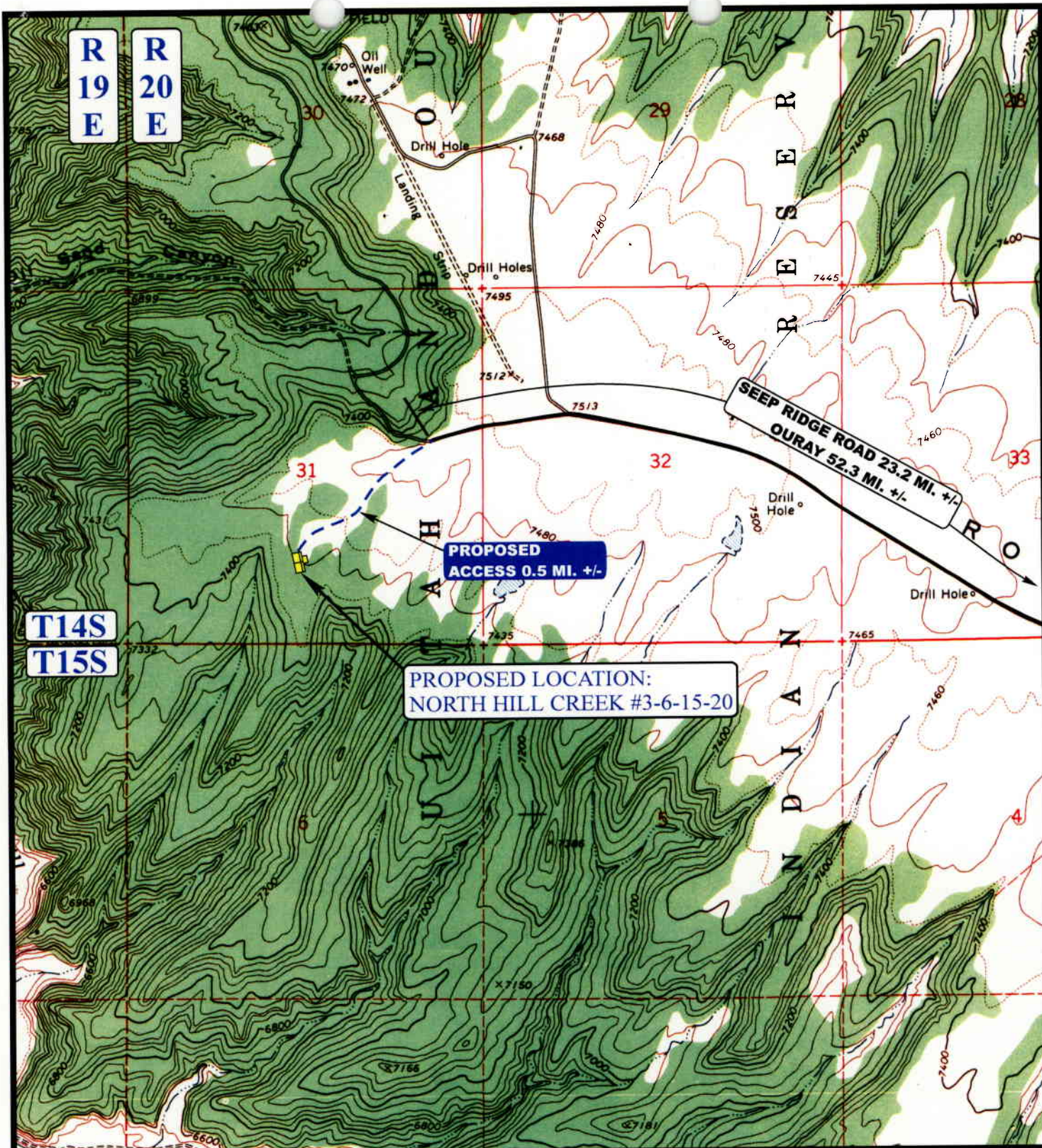
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

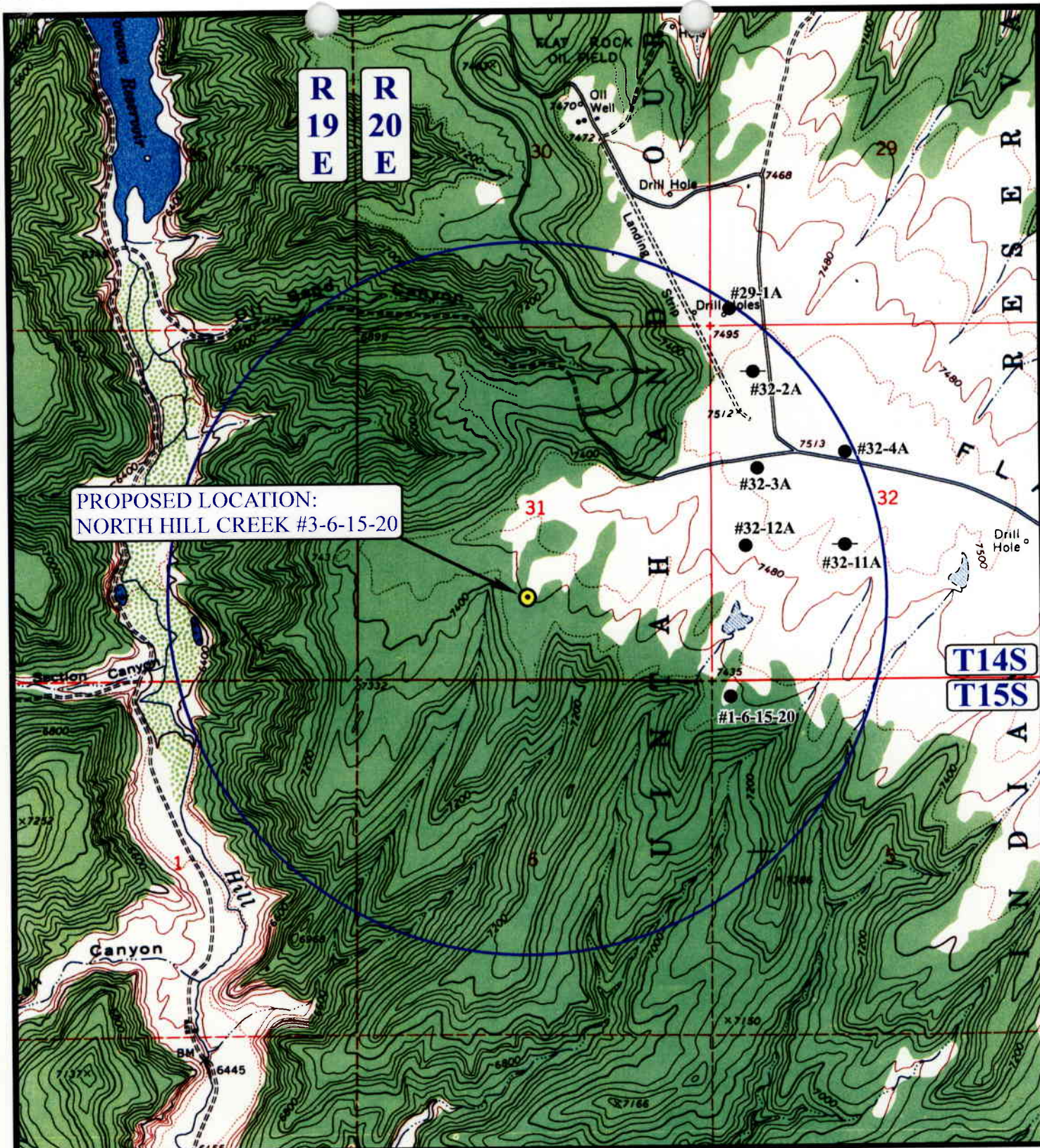
TOPOGRAPHIC
MAP

01 16 04
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: D.R.B. REVISED: 00-00-00

A
TOPO





PROPOSED LOCATION:
NORTH HILL CREEK #3-6-15-20

LEGEND:

- | | |
|-----------------|-----------------------|
| DISPOSAL WELLS | WATER WELLS |
| PRODUCING WELLS | ABANDONED WELLS |
| SHUT IN WELLS | TEMPORARILY ABANDONED |

WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #3-6-15-20
SECTION 31, T14S, R20E, S.L.B.&M.
1180' FSL 2527' FWL



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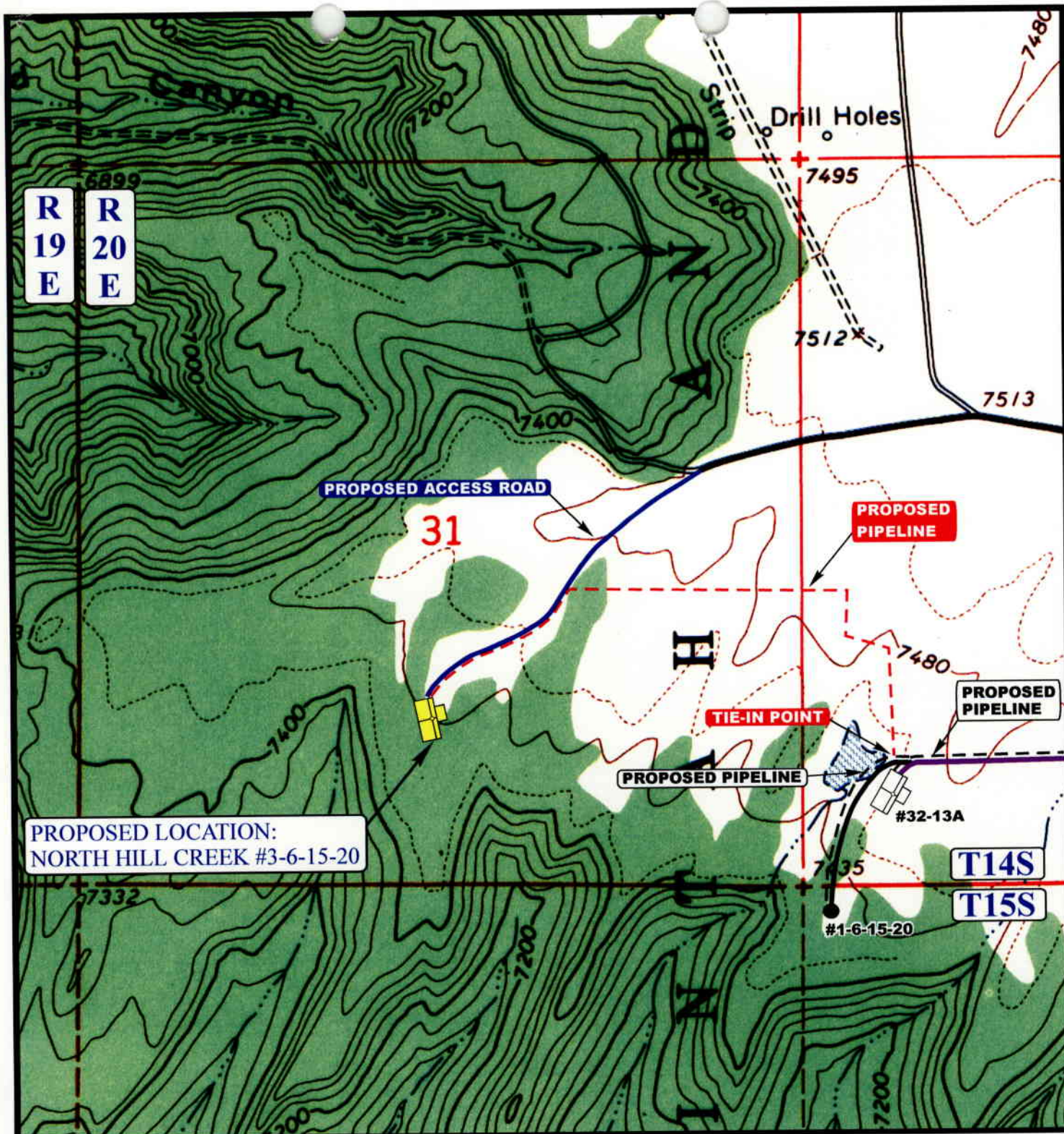


TOPOGRAPHIC
MAP

01 16 04
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: D.R.B. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 4,770' +/-

LEGEND:

- — — — — EXISTING PIPELINE
- - - - - PROPOSED PIPELINE
- — — — — PROPOSED ACCESS



WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #3-6-15-20
SECTION 31, T14S, R20E, S.L.B.&M.
1180' FSL 2527' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

01 16 04
 MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: D.R.B. REVISED: 00-00-00



WIND RIVER RESOURCES CORP.

NORTH HILL CREEK #3-6-15-20

LOCATED IN UINTAH COUNTY, UTAH

SECTION 31, T14S, R20E, S.L.B.&M.



PHOTO: VIEW FROM LOCATION STAKE TO CORNER #1

CAMERA ANGLE: WESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ROAD

CAMERA ANGLE: SOUTHWESTERLY



- Since 1964 -

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

01 16 04
MONTH DAY YEAR

PHOTO

TAKEN BY: J.F.

DRAWN BY: D.R.B.

REVISED: 00-00-00

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 01/23/2004

API NO. ASSIGNED: 43-047-35442

WELL NAME: NHC 3-6-15-20

OPERATOR: WIND RIVER RESOURCES (N1850)

CONTACT: MARC ECKELS

PHONE NUMBER: 435-722-2546

PROPOSED LOCATION:

SESW 31 140S 200E

SURFACE: 1180 FSL 2527 FWL

NEW BOTTOM: 0480 FNL 2550 FWL *See to TISSR 200E*

UINTAH

UNDESIGNATED (2)

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5034

SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WINGT

INSPECT LOCATN BY: / /

Tech Review

Initials

Date

Engineering

Geology

Surface

LATITUDE: 39.54737

LONGITUDE: 109.72013

RECEIVED AND/OR REVIEWED:

☒ Plat☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. SB-509795)☒ Potash (Y/N)☒ Oil Shale 190-5 (B) or 190-3 or 190-13☒ Water Permit

(No. 49-1667)

☒ RDCC Review (Y/N)

(Date:)

☒ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3.

Unit

R649-3-2. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

R649-3-3. Exception

Drilling Unit

Board Cause No:

Eff Date:

Siting:

☒ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS:

1- Federal Approval
2- Spacing Stop

002

WIND RIVER RESOURCES CORPORATION**ROUTE 3 BOX 3010****ROOSEVELT, UTAH 84066****435-722-2546 (office) / 435-722-5089(fax)****e-mail: mte@ubtanet.com****Marc T. Eckels, Vice President**

January 28, 2004

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

RE: Application for Directional Drilling and Request for Location Exception:
North Hill Creek 3-6-15-20
sesw Sec. 31-T14S-R20E (surface location)
~~NEW~~ ~~see~~ Sec. 6-T15S-R20E (proposed producing zones)
Uintah County

Dear Ms. Mason:

Wind River Resources Corporation has submitted an Application for Permit to Drill the North Hill Creek 3-6-15-20 as a directional well due to extremely rough topography at the surface above the primary target for the well and to comply with the cliff face setback requirements of the North Hill Creek Environmental Assessment. To achieve these ends, the surface location is 1,180' fsl & 2,527' fwl Section 31-T14S-R20E on Ute Tribe surface overlying unleased federal minerals.

The primary target is an anomaly 480' fnl & 2,550' fwl Section 6-T15S-R20E, where both minerals and surface are tribal, identified in the Entrada Sandstone by our 3-D seismic survey. Secondary objectives will include the Mancos, Dakota, Cedar Mountain, Morrison and Wingate formations, all at depths in excess of 8,000' (MD).

The BLM has informed me that perforating intervals shallower than 8,000' without special approval will be prohibited as a condition of approval of the APD. At a measured depth of 9,200' the well bore will be 460' south of the lease line. From a measured depth of 9,666' to TD the well bore will be vertical and 480' south of the nearest lease line. Wind River Resources Corporation has under lease all minerals within a 460' radius of the intervals in which the well will be perforated.

This well also requires a location exception for the location at which the vertical well bore will penetrate the target formations. Wind River Resources Corp. has under lease from the Ute Indian Tribe all of the minerals within a 460' radius of this location. While directional drilling is necessary due to topography, the location

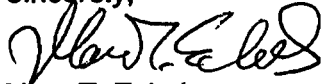
RECEIVED**JAN 28 2004**

DIV. OF OIL, GAS & MINING

exception request is dictated by the need to penetrate specific seismic anomalies. Previous drilling results on this property have proven the importance of drilling through these targets.

Please let me know if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Marc T. Eckels". The signature is fluid and cursive, with the first name "Marc" being the most prominent.

Marc T. Eckels



State of Utah

Department of
Natural Resources

Division of
Oil, Gas & Mining

ROBERT L. MORGAN
Executive Director

LOWELL P. BRAXTON
Division Director

MICHAEL O. LEAVITT
Governor

OLENE S. WALKER
Lieutenant Governor

January 28, 2004

Wind River Resources Corp.
Rt. #3, Box 3010
Roosevelt, UT 84066

Re: North Hill Creek 3-6-15-20 Well, Surface Location 1180' FSL, 2527' FWL, SE SW, Sec. 31, T. 14 South, R. 20 East, Bottom Location 480' FNL, 2550' FWL, NE NW, Sec. 6, T. 15 South, R. 20 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-35442.

Sincerely,

A handwritten signature in black ink, appearing to read "John R. Baza".

John R. Baza
Associate Director

pab
Enclosures

cc: Uintah County Assessor
Bureau of Land Management, Vernal District Office

Operator: Wind River Resources Corp.
Well Name & Number North Hill Creek 3-6-15-20
API Number: 43-047-35442
Lease: 14-20-H62-5034

Surface Location: SE SW Sec. 31 T. 14 South R. 20 East
Bottom Location: NE NW Sec. 6 T. 15 South R. 20 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

6. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

DIVISION OF OIL, GAS AND MINING**SPUDDING INFORMATION**Name of Company: WIND RIVER RESOURCESWell Name: NHC 3-6-15-20Api No: 43-047-35442 Lease Type: INDIANSection 31 Township 14S Range 20E County UINTAHDrilling Contractor BILL JR'S RIG # RATHOLE**SPUDDED:**Date 02/03/04Time 10:00 AMHow ROTARY**Drilling will commence:** _____Reported by DON FINLEYTelephone # 1-435-790-5414Date 02/04/2004 Signed CHD

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

JAN 22 2004

FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

007

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 14-20-H62-5034
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name Ute Indian Tribe
2. Name of Operator Wind River Resources Corporation		7. If Unit or CA Agreement, Name and No. n/a
3a. Address Route 3 Box 3010 Roosevelt, UT 84066	3b. Phone No. (include area code) 435-722-2546	8. Lease Name and Well No. North Hi Creek 3-6-15-20
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface 1,180' fsl & 2,527' fwl (sesw) Sec. 31-T14S- R20E At proposed prod. zone 480' fnl & 2,550' fwl (nenw) Sec. 6-T15S-R20E		9. API Well No. 43-047-25442
14. Distance in miles and direction from nearest town or post office*		10. Field and Pool, or Exploratory Exploratory
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 480' at prod. int- erval	16. No. of Acres in lease 640	11. Sec., T., R., M., or Blk. and Survey or Area Sec. 6-T15S-R20E, SLF Surface: Sec 31-T14S- R20E
17. Spacing Unit dedicated to this well 40	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1-6-15-20	12. County or Parish Uintah
19. Proposed Depth 12,500 (MD)	20. BLM/BIA Bond No. on file Zions Bank SB-509795	13. State UT
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 7,450' (GL) / 7,474 (RKB)	22. Approximate date work will start* Upon Approval	23. Estimated duration 4 weeks
24. Attachments		

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification. |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature 	Name (Printed/Typed) Marc T. Eckels	Date 1-21-04
Title Vice President		
Approved by (Signature) 	Name (Printed/Typed) EDWIN I. FORSTER	Date 1/28/04
Title Assistant Field Manager Mineral Resources		

Application approval does not warrant or certify the the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

RECEIVED

FEB 10 2004

NOTICE OF APPROVAL

DIV. OF OIL, GAS & MINING

UDOGM

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Wind River Resources Corp.
Well Name & Number: North Hill Creek 3-6-15-20
Lease Number: 1420-H62-5034
API Number: 43-047-35442
Location: Lot 3 Sec. 6 T. 10S R. 15E
Agreement: N/A

CONDITIONS OF APPROVAL

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

A. DRILLING PROGRAM

1. Estimated Depth at Which Oil, Gas, Water, or Other Mineral Bearing Zones are Expected to be Encountered

Report ALL water shows and water-bearing sands to John Mayers of this office **prior to setting the next casing string or requesting plugging orders**. Faxed copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

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FEB 10 2004

DIV. OF OIL, GAS & MINING

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of Onshore Oil & Gas Order No. 2 for equipment and testing requirements, procedures, etc., for a **5M** system and individual components shall be operable as designed.

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil & Gas Order No. 2, regarding air or gas drilling shall be adhered to.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint. Surface casing setting depths are based on ground level elevations only.

The proposed volume of cement for the production casing will not be enough to circulate back to the surface casing and isolate the Mancos and Wasatch formations. Sufficient cement must be used to ensure that production casing is cemented back from TD to 200' above the surface casing shoe.

4. Mud Program and Circulating Medium

Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing, or completion operations.

5. Coring, Logging and Testing Program

To protect the correlative rights of the Federal minerals in Section 6, Township 15S Range 20E, the casing must not be perforated above 8000' MD.

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

A cement bond log (CBL) will be run from TD to the surface casing shoe and shall be utilized to determine the bond quality for the liner and intermediate production casing. Submit a field copy of the CBL to this office.

Please submit an electronic copy of all logs run on this well in LAS format. This submission will supercede the requirement for submittal of paper logs to the BLM.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well-test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the AO. A copy of the final directional survey must also be submitted at that time.

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the requirements of NTL-3A or its revision.

If a replacement rig is contemplated for completion operations, a "Sundry Notice" (Form 3160-5) to that effect will be filed, for prior approval of the AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which gas is first measured through permanent metering facilities, whichever first occurs.

Should the well be successfully completed for production, the AO will be notified when the well is placed in a producing status. Written notification of such must be submitted to this office not later than five (5) days following the date on which the well is placed on production.

Gas produced from this well may not be vented or flared beyond an initial authorized test period of 30 days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the Authorized Officer. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or approval to continue venting or flaring as uneconomic is granted and the

operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.

A schematic facilities diagram as required by 43 CFR 3162.7-5(d) shall be submitted to the appropriate Field Office within 60 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-5 (1).

No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergencies, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

7. Other Information

All loading lines will be placed inside the berm surrounding the tank battery.

All off-lease storage, off-lease measurement, or commingling onlease or off-lease will have prior written approval from the AO.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries and tested for meter accuracy at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal Field Office. All meter measurement facilities will conform to Onshore Oil & Gas Order No. 4 for liquid hydrocarbons and Onshore Oil & Gas Order No. 5 for natural gas measurement.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

There will be no deviation from the proposed drilling and/or workover program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

If you fail to comply with this requirement in the manner and time allowed, you shall be liable for a civil penalty of up to \$10,000 per violation for each day such violation continues, not to exceed a maximum of 20 days. See Section 109(c)(3) of the Federal Oil and Gas Royalty Management Act of 1982 and the implementing regulations at Title 43 CFR 3162.4-1(b)(5)(ii).

APD approval is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period.

In the event after-hours approvals are necessary, you must contact one of the following individuals:

Ed Forsman (435) 828-7874
Petroleum Engineer

Kirk Fleetwood (435) 828-7875
Petroleum Engineer

BLM FAX Machine (435) 781-4410

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

While the following wastes are nonexempt, they are not necessarily hazardous.

Unused fracturing fluids or acids

Gas plant cooling tower cleaning wastes

Painting wastes

Oil and gas service company wastes, such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids

Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt waste

Refinery wastes

Liquid and solid wastes generated by crude oil and tank bottom reclaimers

Used equipment lubrication oils

Waste compressor oil, filters, and blowdown

Used hydraulic fluids

Waste solvents

Waste in transportation pipeline-related pits

Caustic or acid cleaners

Boiler cleaning wastes

Boiler refractory bricks

Incinerator ash

Laboratory wastes

Sanitary wastes

Pesticide wastes

Radioactive tracer wastes

Drums, insulation and miscellaneous solids

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

Wind River Resources Corporation (Wind River) will assure the Ute Tribe that any/all contractors and subcontractors have acquired a current Tribal Business License and have updated "Access Permits" prior to construction. All Wind River personnel, contractors and subcontractors will have these permits in their vehicles at all times. Companies that have not complied with this COA will be in violation of the Ute Tribal Business License Ordinance, and will be subject to fines and penalties.

Wind River employees, representatives, and/or authorized personnel (subcontractors) shall not carry firearms on their person or in their vehicles while working on the Uintah & Ouray Indian Reservation.

Wind River employees and/or authorized personnel (subcontractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.

Wind River will notify the Ute Tribe and Bureau of Indian Affairs (BIA) in writing of any requested modification of APDs or Rights-Of-Way (ROW). Wind River shall receive written notification of authorization or denial of the requested modification. Without authorization, Wind River will be subject to fines and penalties.

The Ute Tribe Energy & Minerals Department shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. A Tribal Technician is to routinely monitor construction. Wind River shall make arrangements with the Ute Energy & Minerals Department for all monitoring that will exceed regular working hours for Tribal Technicians. A qualified Archaeologist accompanied by a Tribal technician will monitor trenching construction wherever the pipeline is buried.

If the Tribal Technician monitoring the construction requests a fire buffer perimeter around the location, a fire buffer shall be constructed around the location and in front of the flare pit.

A Corridor ROW, 30 feet wide and 2603 feet long, shall be granted for the first 1298 feet of the pipeline and for the 2603 foot long new access road. An additional 8-inch pipeline shall be granted a corridor ROW, 30 feet wide and 3451 feet long. (See Map D of the APD.) The constructed travel width of the access road will be limited to 18 feet. Upon authorization by the Ute Tribe Energy & Minerals Department, the ROW may be wider where sharp curves, deep cuts and fills occur; or, where intersections with other roads are required.

Culverts and diversion ditches will be placed and constructed where needed. Road base gravel will be used where sandy soils make roadways and the drilling location hazardous for access or drilling operations.

Upon completion of the pertinent APD and ROWs, Wind River will notify the Ute Tribe Energy & Minerals Department for a Tribal Technician to verify the Affidavit of Completion.

Production waters, oil, and other byproducts shall not be placed on access roads or the well pad.

All vehicular traffic, personnel movement, construction and restoration operations will be confined to the areas examined and approved and to the existing roadways and/or evaluated access routes.

Wind River will implement "Safety and Emergency Plan" and ensure plan compliance.

Wind River shall stop construction activities and notify personnel from the Ute Tribe Energy & Minerals Department and BIA if cultural remains including paleontology resources (vertebrate fossils) are exposed or identified during construction. The Ute Tribe Department of Cultural Rights and Protection and the BIA will provide mitigation measures prior to allowing construction.

Wind River employees and/or authorized personnel (subcontractors) will not be allowed to collect artifacts and paleontology fossils. No significant cultural resources shall be disturbed.

Wind River will control noxious weeds on the well site and ROWs. Wind River will be responsible for noxious weed control if weeds spread from the project area onto adjoining land.

Reserve pits will be lined with an impervious synthetic liner. A fence will be constructed around the reserve pit until it is backfilled. Prior to backfilling the reserve pit, all fluids will be pumped from the pit into trucks, and hauled, to approved disposal sites. When the reserve pits are backfilled, the surplus oil and mud, etc., will be buried a minimum of 3 feet below the surface of the soil.

A closed system will be used during production. This means that production fluids will be contained in leak-proof tanks. All production fluids will be disposed of in either approved injection wells or at approved disposal sites.

Surface pipelines will be constructed to lay on the soil surface. The ROW will not be bladed or cleared of vegetation without authorization of the BIA. Surface pipelines shall be welded/assembled in place at well sites or on access roads. They shall be pulled into place and assembled with suitable equipment. Vehicles shall not use pipeline ROWs as access roads unless specifically authorized.

Buried pipelines shall be buried a minimum of 3 feet below the soil surface. After construction is completed the disturbed area shall be contoured to blend into the natural landscape and be reseeded between September 15 and November 1 of the year following construction with perennial vegetation seed mixture provided by the BIA or Ute Tribe.

Before the site is abandoned, Wind River will be required to restore the well site and ROWs to near their original state. The disturbed areas will be reseeded with desirable perennial vegetation.

Soil erosion will be mitigated, by reseeding all disturbed areas.

008

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

RECEIVED FORM 6

ENTITY ACTION FORM

DIV. OF OIL, GAS & MINING

Operator: Wind River Resources Corporation
Address: Route 3 Box 3010
city Roosevelt
state UT zip 84066

Operator Account Number: N 1850Phone Number: (435) 722-2546**Well 1**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304735442	North Hill Creek 3-6-15-20		sesw	31	14S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	9999 ⁹	14056	2/3/2004			2/19/04	
Comments: Well was spudded with an air rig setting conductor pipe. Well will be directional with bottom hole location scheduled for neww Sec. 6-T15S-R20E <i>WINGT</i>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Marc T. Eckels

Name (Please Print)

Signature

Vice President

Title

2/12/2004

Date



**Wind River Resources Corp.
1099 18th Street Suite 2300
Denver, Colorado 80202**

N Hill Creek 3-6-15-20

Uintah County, Utah
United States of America
S:31 T:14S R:20E
API/UWI 43047354420000

Production Casing Cementing Sidetrack Hole

Prepared for: Dominic Spencer
June 30, 2004
Version: 2

Submitted by:
Pat Kundert
Halliburton Energy Services
410 Seventeenth St
Denver, Colorado 80202
+303.886.0839

HALLIBURTON

*Halliburton appreciates the opportunity to present
this proposal and looks forward to being of service to you.*

Foreword

Enclosed is our recommended procedure for cementing the casing strings in the referenced well. The information in this proposal includes well data, calculations, materials requirements, and cost estimates. This proposal is based on information from our field personnel and previous cementing services in the area.

Halliburton Energy Services recognizes the importance of meeting society's needs for health, safety, and protection of the environment. It is our intention to proactively work with employees, customers, the public, governments, and others to use natural resources in an environmentally sound manner while protecting the health, safety, and environmental processes while supplying high quality products and services to our customers.

We appreciate the opportunity to present this proposal for your consideration and we look forward to being of service to you. Our Services for your well will be coordinated through the Service Center listed below. If you require any additional information or additional designs, please feel free to contact myself or our field representative listed below.

Prepared and Submitted by:

Pat Kundert
Technical Advisor

SERVICE CENTER:
SERVICE COORDINATOR:
FIELD SERVICE QUALITY COORDINATOR:
CEMENTING ENGINEER:
FIELD REPRESENTATIVE:
PHONE NUMBER:

VERNAL, UT
DALE HARROLD
RICHARD MCDONALD
RICHARD CURTICE
DALE GOWEN
800-774-3963

Job Information

Production Casing Cementing

N Hill Creek

3-6-15-20

Surface Casing

0 - 4291 ft (MD)

0 - 4000 ft (TVD)

Outer Diameter

9.625 in

Inner Diameter

8.921 in

Casing Grade

J-55

Production Hole

4290 - 12305 ft (MD)

4010 - 12130 ft (TVD)

Inner Diameter

7.875 in

Job Excess

30 %

Production Casing

0 - 12305 ft (MD)

0 - 12130 ft (TVD)

Outer Diameter

5.500 in

Inner Diameter

4.778 in

Linear Weight

20 lbm/ft

Casing Grade

HCP110

Sidetrack Depth

4759' MD

Mud Type

Water Based Mud

Mud Weight

9.30 lbm/gal

BHST

240 degF

Calculations**Production Casing Cementing**

Spacer:

$$\begin{aligned} 209.00 \text{ ft} * 0.2691 \text{ ft}^3/\text{ft} * 0 \% &= 56.24 \text{ ft}^3 \\ \text{Total Spacer} &= 56.15 \text{ ft}^3 \\ &= 10.00 \text{ bbl} \end{aligned}$$

Spacer:

$$\begin{aligned} 417.00 \text{ ft} * 0.2691 \text{ ft}^3/\text{ft} * 0 \% &= 112.20 \text{ ft}^3 \\ \text{Total Spacer} &= 112.29 \text{ ft}^3 \\ &= 20.00 \text{ bbl} \end{aligned}$$

Spacer:

$$\begin{aligned} 209.00 \text{ ft} * 0.2691 \text{ ft}^3/\text{ft} * 0 \% &= 56.24 \text{ ft}^3 \\ \text{Total Spacer} &= 56.15 \text{ ft}^3 \\ &= 10.00 \text{ bbl} \end{aligned}$$

Cement : (4700.00 ft fill)

$$\begin{aligned} 290.00 \text{ ft} * 0.2691 \text{ ft}^3/\text{ft} * 0 \% &= 78.03 \text{ ft}^3 \\ 1.00 \text{ ft} * 0.1733 \text{ ft}^3/\text{ft} * 30 \% &= 0.23 \text{ ft}^3 \\ 4409.00 \text{ ft} * 0.1733 \text{ ft}^3/\text{ft} * 30 \% &= 993.04 \text{ ft}^3 \\ \text{Total Lead Cement} &= 1071.30 \text{ ft}^3 \\ &= 190.81 \text{ bbl} \\ \text{Sacks of Cement} &= 597 \text{ sks} \end{aligned}$$

Cement : (3605.00 ft fill)

$$\begin{aligned} 3605.00 \text{ ft} * 0.1733 \text{ ft}^3/\text{ft} * 30 \% &= 811.96 \text{ ft}^3 \\ \text{Tail Cement} &= 811.96 \text{ ft}^3 \\ &= 144.62 \text{ bbl} \end{aligned}$$

Shoe Joint Volume: (44.00 ft fill)

$$\begin{aligned} 44.00 \text{ ft} * 0.1305 \text{ ft}^3/\text{ft} &= 5.74 \text{ ft}^3 \\ &= 1.02 \text{ bbl} \\ \text{Tail plus shoe joint} &= 817.70 \text{ ft}^3 \\ &= 145.64 \text{ bbl} \\ \text{Total Tail} &= 556 \text{ sks} \end{aligned}$$

Total Pipe Capacity:

$$\begin{aligned} 12305.00 \text{ ft} * 0.1305 \text{ ft}^3/\text{ft} &= 1606.13 \text{ ft}^3 \\ &= 286.06 \text{ bbl} \end{aligned}$$

Displacement Volume to Shoe Joint:

$$\begin{aligned} \text{Capacity of Pipe - Shoe Joint} &= 286.06 \text{ bbl} - 1.02 \text{ bbl} \\ &= 285.04 \text{ bbl} \end{aligned}$$

Job Recommendation

Production Casing Cementing

Fluid Instructions

Fluid 1: Water Spacer

Fresh Water

Fluid Density: 8.34 lbm/gal

Fluid Volume: 10 bbl

Fluid 2: Reactive Spacer

Super Flush

Fluid Density: 9.10 lbm/gal

Fluid Volume: 20 bbl

Fluid 3: Water Spacer

Fresh Water

Fluid Density: 8.34 lbm/gal

Fluid Volume: 10 bbl

Fluid 4: Lead Cement – 8700-4700'

Halliburton Light Premium

0.75 % Halad(R)-322 (Low Fluid Loss Control)

0.2 % HR-5 (Retarder)

0.25 lbm/sk Flocele (Lost Circulation Additive)

Fluid Weight 12.75 lbm/gal

Slurry Yield: 1.80 ft³/sk

Total Mixing Fluid: 9.50 Gal/sk

Top of Fluid: 4000 ft

Calculated Fill: 4700 ft

Volume: 190.81 bbl

Calculated Sacks: 596.82 sks

Proposed Sacks: 600 sks

Fluid 5: Tail Cement – TD-8700'

50/50 Poz Premium, 2% gel

5 lbm/sk Silicalite Compacted (Light Weight Additive)

0.3 % Super CBL (Expander)

0.3 % Halad(R)-344 (Low Fluid Loss Control)

0.2 % CFR-3 (Dispersant)

0.5 % HR-5 (Retarder)

0.25 lbm/sk Flocele (Lost Circulation Additive)

Fluid Weight 13.50 lbm/gal

Slurry Yield: 1.47 ft³/sk

Total Mixing Fluid: 6.90 Gal/sk

Top of Fluid: 8700 ft

Calculated Fill: 3605 ft

Volume: 145.64 bbl

Calculated Sacks: 556.26 sks

Proposed Sacks: 560 sks

Detailed Pumping Schedule

Fluid #	Fluid Type	Fluid Name	Surface Density lbm/gal	Estimated Avg Rate bbl/min	Downhole Volume
1	Spacer	Fresh Water	8.3	5.0	10 bbl
2	Spacer	Super Flush	9.1	5.0	20 bbl
3	Spacer	Fresh Water	8.3	5.0	10 bbl
4	Cement	Halliburton Light Cement	12.8	5.0	600 sks
5	Cement	50/50/2 Pozmix	13.5	5.0	560 sks

Cost Estimate

Production Casing Cementing

SAP Quote #0

Mtrl Nbr	Description	Qty	U/M	Unit Price	Gross Amt	Net Amt
7523	PSL - CMT PRODUCTION CASING - BOM	1		0.00	0.00	0.00
2	MILEAGE FOR CEMENTING CREW,ZI	180	MI	2.96	532.80	261.07
	Number of Units	1				
1	"ZI-MILEAGE FROM NEAREST HES BASE,/UNIT"	180	MI	5.03	905.40	443.65
	Number of Units	1				
86954	FUEL SURCHG-CARS/PICKUPS<1 1/2TON/PER/MI	180	MI	0.08	14.40	14.40
	Number of Units	1				
86955	FUEL SURCHG-HEAVY TRKS >1 1/2 TON/PER MI	180	MI	0.24	43.20	43.20
	Number of Units	1				
373062	CT DOT Vehicle Charge	4	EA	130.00	520.00	520.00
3	ZI-DERRICK CHARGE - if needed	0	EA	549.00	0.00	0.00
16091	ZI - PUMPING CHARGE	1	EA	12,183.00	12,183.00	5,969.67
	DEPTH	12305				
	FEET/METERS (FT/M)	FT				
139	ADC (AUTO DENSITY CTRL) SYS, /JOB,ZI	1	JOB	1,264.00	1,264.00	619.36
	NUMBER OF UNITS	1				
132	PORT. DAS W/CEMWIN;ACQUIRE W/HES, ZI	1	JOB	916.00	916.00	448.84
	NUMBER OF DAYS	1				
74038	ZI PLUG CONTAINER RENTAL-1ST DAY	1	EA	0.00	733.00	359.17
	DAYS OR FRACTION (MIN1)	1				
90	ZI QUICK LATCH ATTACHMENT	1	JOB	272.00	272.00	133.28
	SIZE IN INCHES/MILLIMETER	5.5				
	INCHES/MILLIMETERS (IN/MM)	IN				
7	ENVIRONMENTAL SURCHARGE,/JOB,ZI	1	JOB	75.51	75.51	75.51
8	IRON SAFETY INSPECTION SURCHARGE /JOB ZI	1	JOB	45.30	45.30	45.30
45	DOT CHGE	4	EA	130.00	520.00	520.00
	SubTotal			USD	18,024.61	9,453.45
100003639	SUPER FLUSH	20	SK	168.00	3,360.00	1,646.40
12302	50-50 POZ (PREMIUM)	560	SK	16.26	9,105.60	4,461.74
100005049	FLOCELE	290	LB	0.00	N/C	N/C
100012223	SILICALITE COMPACTED	2800	LB	1.63	4,564.00	2,236.36
100003668	SUPER CBL	139	LB	40.20	5,587.80	2,738.02
100003670	HALAD(R)-344	139	LB	43.65	6,067.35	2,973.00
100003653	CFR-3 W/O DEFOAMER	93	LB	8.16	758.88	371.85
100005050	HR-5	334	LB	6.14	2,050.76	1,004.87
12311	CEMENT-HALLIBURTON LIGHT PREMIUM	600	SK	17.40	10,440.00	5,115.60
100003646	HALAD(R)-322	386	LB	10.50	4,053.00	1,985.97
87605	FUEL SURCHG-CMT & CMT ADDITIVES/PER TNM	90	TNM	0.08	380.59	380.59
	NUMBER OF TONS	52.86				
76400	ZI MILEAGE,CMT MTLs DEL/RET MIN	90	MI	1.72	8,182.73	4,009.54
	NUMBER OF TONS	52.86				
3965	HANDLE&DUMP SVC CHRg, CMT&ADDITIVES,ZI	1348	CF	2.82	3,801.36	1,862.67
	NUMBER OF EACH	1				
16115	FIELD STORAGE BIN ON SITE >8 HRS,DAY,ZI	1	EA	365.00	365.00	178.85
	DAYS OR PARTIAL DAY(WHOLE NO.)	1				
11941	"FIELD STORAGE BIN DELIVERY, ZI"	180	MI	5.03	905.40	443.65
	Number of Units	1				

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<u>Mtrl Nbr</u>	<u>Description</u>	<u>Qty</u>	<u>U/M</u>	<u>Unit Price</u>	<u>Gross Amt</u>	<u>Net Amt</u>
	SubTotal			USD	59,622.47	29,409.11
	Total			USD		77,647.08
	Discount			USD		38,784.52
	Discounted Total			USD		38,862.56

Primary Plant: Vernal, UT, USA
Secondary Plant: Vernal, UT, USA

Price Book Ref: 01 Western US
Price Date: 1/1/2003

HALLIBURTON

SAP Quote #0

<u>Mtrl Nbr</u>	<u>Description</u>	<u>Qty</u>	<u>U/M</u>	<u>Unit Price</u>	<u>Gross Amt</u>	<u>Net Amt</u>
7523	PSL - CMT PRODUCTION CASING - BOM	1		0.00	0.00	0.00
100004895	SHOE,FLOAT,5 1/2 8RD,2 3/4 SUPER SEAL	1	EA	419.52	419.52	205.56
100004769	COLLAR-FLOAT- 5-1/2 8RD 14-23#/FT -	1	EA	491.55	491.55	240.86
100004476	CTRZR ASSY,5 1/2 CSG X 7 7/8 HOLE,HINGED	30	EA	76.23	2,286.90	1,120.58
100004624	CLAMP - LIMIT - 5-1/2 - HINGED -	1	EA	25.30	25.30	12.40
100005045	HALLIBURTON WELD-A KIT	1	EA	36.86	36.86	18.06
100003160	PLUG,CMTG,TOP PLSTC,5-1/2 13-23PPF	1	EA	119.90	119.90	58.75
100003182	PLUG,CMTG,BOT PLSTC,5 1/2 13-23#,4.49	1	EA	119.90	119.90	58.75
	Total			USD		3,499.93
	Discount			USD		1,784.97
	Discounted Total			USD		1,714.96

Primary Plant: Vernal, UT, USA
Secondary Plant: Vernal, UT, USA

Price Book Ref: 01 Western US
Price Date: 1/1/2003

Conditions

NOTE

The cost in this analysis is good for the materials and/or services outlined within. These prices are based on Halliburton being awarded the work on a first call basis. Prices will be reviewed for adjustments if awarded on 2nd or 3rd call basis and/or after 30 days of this written analysis. This is in an effort to schedule our work and maintain a high quality of performance for our customers.

The unit prices stated in the proposal are based on our current published prices. The projected equipment, personnel, and material needs are only estimates based on information about the work presently available to us. At the time the work is actually performed, conditions then existing may require an increase or decrease in the equipment, personnel, and/or material needs. Charges will be based upon unit prices in effect at the time the work is performed and the amount of equipment, personnel, and/or material actually utilized in the work. Taxes, if any, are not included. Applicable taxes, if any, will be added to the actual invoice.

It is understood and agreed between the parties that with the exception of the subject discounts, all services performed and equipment and materials sold are provided subject to Halliburton's General Terms and Conditions contained in our current price list, (which include LIMITATION OF LIABILITY and WARRANTY provisions), and pursuant to the applicable Halliburton Work Order Contract (whether or not executed by you), unless a Master Service and/or Sales Contract applicable to the services, equipment, or materials supplied exists between your company and Halliburton, in which case the negotiated Master Contract shall govern the relationship between the parties. A copy of the latest version of our General Terms and Conditions is available from your Halliburton representative or at:

http://www.halliburton.com/hes/general_terms_conditions.pdf for your convenient review, and we would appreciate receiving any questions you may have about them. Should your company be interested in negotiating a Master Contract with Halliburton, our Law Department would be pleased to work with you to finalize a mutually agreeable contract. In this connection, it is also understood and agreed that Customer will continue to execute Halliburton usual field work orders and/or tickets customarily required by Halliburton in connection with the furnishing of said services, equipment, and materials.

Any terms and conditions contained in purchase orders or other documents issued by the customer shall be of no effect except to confirm the type and quantity of services, equipment, and materials to be supplied to the customer.

If customer does not have an approved open account with Halliburton or a mutually executed written contract with Halliburton, which dictates payment terms different than those set forth in this clause, all sums due are payable in cash at the time of performance of services or delivery of equipment, products, or materials. If customer has an approved open account, invoices are payable on the twentieth day after date of invoice.

Customer agrees to pay interest on any unpaid balance from the date payable until paid at the highest lawful contract rate applicable, but never to exceed 18% per annum. In the event Halliburton employs an attorney for collection of any account, customer agrees to pay attorney fees of 20% of the unpaid account, plus all collection and court costs.

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: WIND RIVER RESOURCES CORPORATION

Today's Date: 06/07/2004

Well:	API Number:	Drilling Commenced:
N HILL CREEK 2-12-15-20	4304735283	11/01/2003
T15S R20E SEC 12		
NHC 9-11-15-20	4304735390	12/16/2003
T15S R20E SEC 11		
NHC 3-6-15-20	4304735442	02/03/2004
T14S R20E SEC 31		

DRILLING REPORTS REQUIRED FOR EACH WELL

To avoid compliance action, required reports should be mailed within 7 business days to:

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: **Well File**
Compliance File



**Wind River Resources Corp.
Route 3 Box 3010
Roosevelt, UT 84066**

Field: Wildcat Exploration

Geological Basin: Uinta

Well Name: North Hill Creek 3-6X-15-20

Location: S31-T14S-R20E, Uintah County, UT

Latitude: 39.54737 / Longitude: -109.72013

API# 43-047-35442-01

**DAP/POLYMER
Drilling Fluid
Recommendation**

Prepared For: Mr. Troy Schindler
Mr. Dominic Spencer

June 30, 2004

Submitted by:

Jerry Thorstad, Sr. Tech. Prof., Baroid product service line, Halliburton

410 17th St., Suite 830

Denver, CO 80202

303.899.4743

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HALLIBURTON

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The above recommendations are statements of opinion only, and are made without any warranty of any kind as to performance and without assumption of any liability by Baroid Drilling Fluids, or its agents. 2

BAROID UINTA BASIN OPERATIONAL PERSONNEL

Primary Rig Site Field Service Representative(s): **Mr. Bill Wathier – Vernal, UT (435) 789-1668**

Cell Phone (435) 828-1505

Field Operations Leader: **Mr. Butch Gilliland – Vernal, UT (435) 789-1668**

Cell Phone (435) 828-1566

Technical Services Manager: **Mr. Don Vesely – Casper, WY (307) 265-0180**

Senior Technical Professional: **Mr. Jerry Thorstad – Denver, CO (303) 899-4743**

Environmental & Safety Leader: **Mr. Steve Beardsley – Denver, CO (303) 825-5712**

Business Development: **Mr. Jack Cantley - Denver, CO (303) 899-4700**

Operations Unit Manager: **Mr. Lane Bates - Denver, CO (303) 825-5712**

BAROID WAREHOUSE PERSONNEL

Vernal, UT Warehouse Phone No.: **(435) 789-1668**

Warehouse Supervisor: **Mr. Tom Karren – Vernal, UT (435) 789-1668**

Cell Phone (435) 790-3068

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DRILLING DISCUSSION**OPEN HOLE KICK-OFF (4,750' - 4,759' TMD)**

The original 5 1/2" 17 lb/ft P-110 LT&C production casing will be cut off at 4,672' TVD / 4,759' TMD. A cement plug will then be set and an open hole kick off will be performed. Use freshwater to wash down to the cement plug. Circulate high viscosity sweeps containing 10.0-ppb AQUAGEL, 0.5-ppb Lime and 0.5-ppb BAROLIFT to help remove cuttings while trying to kick off from the original well bore. After drilling off cement and getting into competent formation treat the pH level of the water down to below 8.5 and begin to mud up to a DAP (Diammonium Phosphate) Polymer fluid system.

PRODUCTION HOLE INTERVAL (4,672' TVD / 4,759' TMD to 12,130' TVD / 12,306' TMD)

We recommend using a 6.0-ppb DAP (Diammonium Phosphate) polymer drilling fluid system for this interval. Severe deviation, well bore instability, gas kicks, CO₂ gas contamination and lost circulation may be encountered in this interval. Reference the attached off-set well data from the original North Hill Creek 3-6-15-20 well. For ease of directional drilling control, add lubricants to reduce torque and drag. Maintain the DAP concentration to minimize shale hydration and improve well stability. Run all solids control equipment and drill with the cleanest fluid possible. Adjust the drilling fluid density as needed to control gas influxes. On the original NHC 3-6-15-20 the well was drilled with an average fluid density of 9.0 to 9.4-ppg. Add small additions of lime and caustic soda to help reduce the effects of carbonate and bicarbonate contamination to the drilling fluid. Utilize medium to coarse LCM to help seal lost circulation zones. Avoid excessive amounts of LCM in the active fluid system, never add more than 15.0-ppb LCM to the active system.

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HALLIBURTON

Wind River Resources Corp.
S31-T14S-R20E Uintah County, UT

NORTH HILL CREEK 3-6X-15-20
API# 43-047-35442-01

SUMMARY

The following drilling fluid systems are proposed for the Hill Creek North 3-6X-15-20 prospect well:

HOLE SIZE (IN.)	DRILLING FLUID SYSTEM	FLUID DENSITY (PPG)	INTERVALS
8.921" Surf. to 4,267' TMD 11.0" 4,267' to 4,500' TMD 9.0" 4,500' to 4,759' TMD	Freshwater	8.4	4,759' TMD
7 7/8"	Freshwater DAP Polymer	8.8 - 9.4	4,759' - 12,306' TMD

The following is a brief discussion on the recommended and anticipated fluid properties for each interval.

Summary Recommended Drilling Fluids Properties							
Depth (ft)	Fluid Density (ppg)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
0' - 4,759'±	8.4	28	NC	8 - 10	1 - 5	0 - 16	< 1 %
9 5/8" 36 lb/ft K-55 surface casing is already set to 4,267' TMD							

- ◆ Wash to KOP with freshwater.
- ◆ Run sweeps containing 10.0-ppb AQUAGEL, 0.5-ppb Lime and 0.5-ppb BAROLIFT to drill off cement plug and kick off new well bore into competent formation.
- ◆ After exiting original well bore and drilling new well bore, adjust the fluid system pH to < 8.5 with additions of 0.25-ppb Sapp and 0.1-ppb Fumaric Acid. When the pH is < 8.5 mud up to a freshwater DAP polymer fluid system.

NOTE:

Be aware that there will be approximately 492' of "old" open hole within the new well bore that has been exposed to drilling fluid for a prolonged amount of time. Maintain good fluid properties while drilling the side-track and be aware of potential tight-hole and wellbore instability in the 4,267' – 4,759' depth range.

The above recommendations are statements of opinion only, and are made without any warranty of any kind as to performance and without assumption of any liability by Baroid Drilling Fluids, or its agents.

Depth (ft)	Fluid Density (ppg)	Funnel Viscosity (sec/qt)	API Filtrate (ml)	pH	Plastic Viscosity (cP)	Yield Point (lbs/100ft ²)	Low Gravity Solids (% by Vol)
4,759' - 12,306'	8.8 - 9.4	38 - 62	< 15	7.0 - 8.0	10 - 20	6 - 18	< 6 %
Set 5 1/2" 17 lb/ft production casing at 12,306'± TMD / 12,130'± TVD							

- ♦ Mix 6.0-ppb DAP (diammonium phosphate) into the active fluid system through the rig hopper. Use premix volume to control ALL other fluid properties.
- ♦ For maintaining fluid properties while drilling with mud add premix volume as needed.

For making 100 bbls of premix volume add the following:

10.0-ppb AQUAGEL	-	\$ 0.11 per lb	-	\$ 1.10/bbl
1.0-ppb PAC-R	-	\$ 4.15 per lb	-	\$ 4.15/bbl
0.5-ppb EZ MUD	-	\$ 2.59 per lb	-	\$ 1.30/bbl

				\$ 6.55/bbl

- ♦ Add lime and/or caustic soda in VERY small quantities to minimize CO₂ gas contamination and foaming issues. **BEWARE THAT ELEVATED pH VALUES AND EXCESS CALCIUM WILL DEplete DAP CONCENTRATIONS AND LIBERATE AMMONIA!**
- ♦ Anticipate lost circulation and treat with sweeps of medium to coarse LCM. For severe losses spot a pill of 100.0-ppb STEELSEAL. In past applications STEELSEAL pills have shown to increase fracture gradients by 0.5 to over 1.0 ppg in fractured coal, sands and shale's.
- ♦ If fluid viscosity and API water loss trends increase use 0.5 to 1.0-ppb THERMA-THIN to lower rheology and water loss rates through deflocculating.
- ♦ Mix EZ MUD down the drillpipe on connections for minor sweeps.
- ♦ Anticipate gas kicks and increasing gas pressures beginning in the Mesaverde formation.
- ♦ For torque and drag reduction add 2% by volume EZ-GLIDE to the active fluid system or in sweeps as needed, additions of graphite will also enhance directional drilling control.
- ♦ For bit balling mix a sweep/pill containing 2.0-ppb WALL-NUT or mix a freshwater pill containing 2 sacks of Sapp. THERMA-THIN will help deflocculate solids and filter cake build up.
- ♦ Save the DAP mud for use on future wells.

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HALLIBURTON

Wind River Resources Corp.
S31-T14S-R20E Uintah County, UT

NORTH HILL CREEK 3-6X-15-20
API# 43-047-35442-01

SUMMARY ESTIMATED PRODUCT USAGE					
PRODUCT	UNIT SIZE				ESTIMATED TOTAL UNITS
Aluminum Tristearate	25 lbs.				6
AQUAGEL	50 lbs.				1,200
BAROID	50 lbs.				1,800
Bicarbonate of Soda	50 lbs.				10
Diammonium Phosphate	50 lbs.				600
EZ-GLIDE	55 gal.				8
EZ-MUD	5 gal.				64
Fumaric Acid	50 lbs.				10
Graphite	50 lbs.				150
Lime	50 lbs.				50
Mica (C,F)	50 lbs.				50
PAC-R	50 lbs.				50
Saw Dust	20 lbs.				25
Sapp	50 lbs.				5
THERMA-THIN	5 gal.				16

- Estimated total drilling fluid material cost is **\$ 75,000.00.**
- Estimated drilling time at **28 - 30** days to drill to 12,306' TMD.

The above recommendations are statements of opinion only, and are made without any warranty of any kind as to performance and without assumption of any liability by Baroid Drilling Fluids, or its agents.

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HALLIBURTON

Wind River Resources Corp.
S31-T14S-R20E Uintah County, UT

NORTH HILL CREEK 3-6X-15-20
API# 43-047-35442-01

Geological Strata Hill Creek North 3-6X-15-20 S31-T14S-R20E Uintah County, UT		
FORMATIONS	Tops (TVD)	Subsea
Green River	Surface	? (KB)
Wasatch	2,315'	
Mesaverde (Price River)	4,315'	
Castlegate	6,115'	
Mancos	6,360'	
Mancos B	?	
Dakota Silt	10,215'	
Dakota	10,340'	
Morrison	10,595'	
Curtis	11,280'	
Entrada	11,365'	
Carmel	11,615'	
Wingate	11,780'	
Chinle	12,080'	
Total Depth	12,130' TVD / 12,306' TMD	

SOLIDS CONTROL RECOMMENDATION

The above recommendations are statements of opinion only, and are made without any warranty of any kind as to performance and without assumption of any liability by Baroid Drilling Fluids, or its agents.

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The use of efficient solids control equipment will greatly decrease the fluid demand and cost of any drilling fluid system. It is our recommendation that at minimum the drilling rig should have at least one (2) shale shakers, one (1) desander/desilter and a high speed-stripping centrifuge. If a centrifuge is not used a high rate of dilution may be required to maintain the lowest mud weights possible for drilling.

Solid Control Equipment

2 – Shale Shakers

Linear, 5-G's or higher models. Place the finest mesh screens flow rates and fluid properties will allow on the shaker.

1- Desander/Desilter

6-8-cone desilter and/or a 2 cone desander. Make sure all cones are new and NOT washed out (check for spray flow vs. rope flow in washed out cones).

(Recommended!)

1- High Speed Centrifuge

High-speed centrifuge capable of processing 120-180 gpm based on fluid weights and properties. This equipment will be the greatest asset to reducing and minimizing excessive fluid weights and low gravity solids content.

The above recommendations are statements of opinion only, and are made without any warranty of any kind as to performance and without assumption of any liability by Baroid Drilling Fluids, or its agents.



Fluid Property Recap: Water-Based Fluid

Well : North Hill Creek 3-6-15-20

Operator: Bill Barrett Corp.

HALLIBURTON

Wind River Resources Corp.
S31-T14S-R20E Uintah County, UT

NORTH HILL CREEK 3-6X-15-20
API# 43-047-35442-01

Date	Depth ft	FL Temp Deg F	Density ppg	Fun Visc sec/qt	Rheology @				120F				Filtration				Filtrate Analysis							Retort Analysis					MBT ppb Eq	Rheometer Dial Reading					
					PV cP	YP lbs/100 ft2	Gels			API ml/30 min	HTHP ml/30 min	Gels API/HTHP 32nd ft	Temp Deg F	pH	Pm ml	Pl ml	Mf ml	Cl mg/l	Total Hard mg/l	Sand % by Vol	Corr Sol % by Vol	LGS		Oil % by Vol	Water % by Vol	ppb Eq	600	300		200	100	6	3		
							10s	10m	30m													% by	% by												
																						Vol	Vol												
02/15/04	4,267	62	8.40	26																															
02/16/04	5,236	95	8.50	40	14	9	4	12	21	14.0		1																							
02/17/04	6,039	104	8.80	39	10	6	6	18	26	15.4		2																							
02/18/04	6,378	89	8.80	38	9	11	6	16	24	22.0		2																							
02/19/04	6,760	100	8.90	40	10	10	4	18	28	20.0		2																							
02/20/04	7,695	110	8.80	39	8	11	5	18	25	18.0		2																							
02/21/04	8,210	108	8.80	40	9	14	8	20	25	20.8		2																							
02/22/04	9,007	111	8.90	41	9	15	9	21	29	16.0		2																							
02/23/04	9,628	101	8.90	42	10	15	10	24	33	21.0		2																							
02/24/04	10,460	120	9.00	40	9	12	6	18	26	19.4		2																							
02/24/04	10,561	110	9.15	65	17	11	5	14	24	20.0		2																							
02/25/04	10,646	120	9.20	42	10	11	5	14	26	16.0		2																							
02/26/04	10,866	120	9.30	48	11	17	7	20	22	18.0		2																							
02/27/04	10,971	122	9.20	40	8	15	7	22	24	20.0		2																							
02/28/04	11,131	122	9.30	43	10	20	10	25	35	19.0		2																							
02/29/04	11,204	108	9.40	48	13	18	8	23	29	20.4		2																							
03/01/04	11,384	122	9.30	45	10	23	14	30	30	18.0		2																							
03/02/04	11,528	119	9.30	44	9	20	12	28	35	18.8		2																							
03/03/04	11,725	111	9.30	44	10	16	6	16	26	18.4		2																							
03/04/04	11,848	122	9.30	47	14	16	10	25	40	14.0		2																							
03/05/04	11,962	122	9.30	45	12	18	12	30	35	17.2		2																							
03/06/04	12,117	82	9.25	52	17	13	8	20	25	17.0		2																							
03/07/04	12,286	107	9.30	72	24	23	9	24	35	13.8		2																							
03/08/04	12,290	100	9.30	64	20	19	8	26	39	14.0		2																							
03/09/04	12,302	80	9.40	62	20	19	8	20	32	14.0		2																							
03/11/04	12,302	80	9.40	60	10	20	8	20	30	14.0		2																							



Precision Drilling

COMPUTALOG

PROPOSAL

FOR

WIND RIVER RESOURCES

NORTH HILL CREEK #3-6

FROM SURFACE LOCATION:

UINTAH COUNTY, UTAH

WELL FILE: 51200P

JUNE 30, 2004

REDRILL WELL PLAN

COMPUTALOG DRILLING SERVICES
7090 Barton Drive
Casper, Wyoming 82604
Phone: (307) 577-8875 Fax: (307) 577-9182

COMPUTALOG DRILLING SERVICES

Client : WIND RIVER RESOURCES
Well Name : NORTH HILL CREEK #3-6 RE-DRILL
Location : UINTAH COUNTY, UT

Page : 1 of 3
Date : 6/30/2004
File : 51200P

KB Elevation : 7464.00 Gr Elevation : 7440.00
Vertical Section Calculated Along Azimuth 182.24°
All Bearings Are Along True North

MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
TIE-ON / SIDETRACK									
4759.00	12.25	175.79	4672.05	-826.51	21.85	825.02	0.00	0.00	0.00
4774.00	12.21	178.62	4686.71	-829.68	22.00	828.18	4.00	-0.25	18.85
4800.00	12.17	183.54	4712.13	-835.16	21.90	833.67	4.00	-0.18	18.93
4900.00	12.78	201.91	4809.81	-855.95	17.12	854.63	4.00	0.62	18.38
HOLD									
4974.00	13.97	213.67	4881.81	-870.98	9.11	869.96	4.00	1.60	15.88
5000.00	13.97	213.67	4907.04	-876.21	5.63	875.32	0.00	0.00	0.00
5100.00	13.97	213.67	5004.08	-896.30	-7.76	895.92	0.00	0.00	0.00
5200.00	13.97	213.67	5101.13	-916.39	-21.14	916.51	0.00	0.00	0.00
START TURN									
5224.00	13.97	213.67	5124.42	-921.21	-24.35	921.46	0.00	0.00	0.00
5300.00	13.63	207.46	5198.23	-936.79	-33.56	937.39	2.00	-0.45	-8.18
5400.00	13.42	198.94	5295.46	-958.23	-42.77	959.17	2.00	-0.20	-8.51
5500.00	13.51	190.36	5392.72	-980.70	-48.63	981.85	2.00	0.09	-8.59
5600.00	13.89	182.05	5489.89	-1004.19	-51.16	1005.42	2.00	0.37	-8.30
END TURN									
5610.46	13.94	181.21	5500.05	-1006.70	-51.24	1007.94	2.00	0.52	-8.03
5700.00	13.94	181.21	5586.94	-1028.27	-51.69	1029.50	0.00	0.00	0.00
5800.00	13.94	181.21	5684.00	-1052.35	-52.20	1053.59	0.00	0.00	0.00
5900.00	13.94	181.21	5781.05	-1076.44	-52.71	1077.68	0.00	0.00	0.00
6000.00	13.94	181.21	5878.11	-1100.52	-53.22	1101.76	0.00	0.00	0.00
6100.00	13.94	181.21	5975.16	-1124.61	-53.73	1125.85	0.00	0.00	0.00
6200.00	13.94	181.21	6072.22	-1148.69	-54.23	1149.93	0.00	0.00	0.00
6300.00	13.94	181.21	6169.27	-1172.78	-54.74	1174.02	0.00	0.00	0.00
6400.00	13.94	181.21	6266.33	-1196.86	-55.25	1198.11	0.00	0.00	0.00
6500.00	13.94	181.21	6363.38	-1220.95	-55.76	1222.19	0.00	0.00	0.00
6600.00	13.94	181.21	6460.44	-1245.03	-56.27	1246.28	0.00	0.00	0.00
6700.00	13.94	181.21	6557.49	-1269.12	-56.78	1270.37	0.00	0.00	0.00
6800.00	13.94	181.21	6654.55	-1293.20	-57.29	1294.45	0.00	0.00	0.00
6900.00	13.94	181.21	6751.60	-1317.29	-57.80	1318.54	0.00	0.00	0.00
START DROP TO 8°INC.									
7000.00	13.94	181.21	6848.66	-1341.37	-58.30	1342.63	0.00	0.00	0.00
7100.00	12.94	181.21	6945.92	-1364.61	-58.79	1365.86	1.00	-1.00	0.00
7200.00	11.94	181.21	7043.57	-1386.15	-59.25	1387.40	1.00	-1.00	0.00
7300.00	10.94	181.21	7141.58	-1405.98	-59.67	1407.23	1.00	-1.00	0.00
7400.00	9.94	181.21	7239.92	-1424.09	-60.05	1425.35	1.00	-1.00	0.00
7500.00	8.94	181.21	7338.57	-1440.49	-60.40	1441.75	1.00	-1.00	0.00
HOLD 8.0°INC.									
7593.99	8.00	181.21	7431.53	-1454.33	-60.69	1455.59	1.00	-1.00	0.00
7600.00	8.00	181.21	7437.48	-1455.17	-60.71	1456.43	0.00	0.00	0.00
7700.00	8.00	181.21	7536.51	-1469.08	-61.00	1470.34	0.00	0.00	0.00
7800.00	8.00	181.21	7635.54	-1482.99	-61.30	1484.26	0.00	0.00	0.00

COMPUTALOG DRILLING SERVICES

Client : WIND RIVER RESOURCES
Well Name : NORTH HILL CREEK #3-6 RE-DRILL
Location : UINTAH COUNTY, UT

Page : 2 of 3
Date : 6/30/2004
File : 51200P

KB Elevation : 7464.00 Gr Elevation : 7440.00
Vertical Section Calculated Along Azimuth 182.24°
All Bearings Are Along True North

MD	Inc	Azi	TVD	North	East	V'Sect	D'Leg	Build	Turn
ft	deg	deg	ft	ft	ft	ft	°/100	°/100	°/100
7900.00	8.00	181.21	7734.56	-1496.91	-61.59	1498.17	0.00	0.00	0.00
8000.00	8.00	181.21	7833.59	-1510.82	-61.88	1512.09	0.00	0.00	0.00
8100.00	8.00	181.21	7932.62	-1524.74	-62.18	1526.00	0.00	0.00	0.00
8200.00	8.00	181.21	8031.64	-1538.65	-62.47	1539.92	0.00	0.00	0.00
8300.00	8.00	181.21	8130.67	-1552.56	-62.76	1553.83	0.00	0.00	0.00
8400.00	8.00	181.21	8229.70	-1566.48	-63.06	1567.75	0.00	0.00	0.00
8500.00	8.00	181.21	8328.73	-1580.39	-63.35	1581.66	0.00	0.00	0.00
8600.00	8.00	181.21	8427.75	-1594.31	-63.65	1595.58	0.00	0.00	0.00
START DROP									
8675.23	8.00	181.21	8502.25	-1604.78	-63.87	1606.05	0.00	0.00	0.00
8700.00	7.75	181.21	8526.79	-1608.17	-63.94	1609.44	1.00	-1.00	0.00
8800.00	6.75	181.21	8625.99	-1620.79	-64.21	1622.06	1.00	-1.00	0.00
8900.00	5.75	181.21	8725.39	-1631.68	-64.44	1632.95	1.00	-1.00	0.00
9000.00	4.75	181.21	8824.97	-1640.83	-64.63	1642.10	1.00	-1.00	0.00
9100.00	3.75	181.21	8924.69	-1648.24	-64.79	1649.52	1.00	-1.00	0.00
9200.00	2.75	181.21	9024.53	-1653.91	-64.91	1655.19	1.00	-1.00	0.00
9300.00	1.75	181.21	9124.45	-1657.84	-64.99	1659.12	1.00	-1.00	0.00
9400.00	0.75	181.21	9224.43	-1660.03	-65.03	1661.30	1.00	-1.00	0.00
END DROP - HOLD TO TD									
9475.23	0.00	181.21	9299.65	-1660.52	-65.04	1661.80	1.00	-1.00	0.00
9500.00	0.00	181.21	9324.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
9600.00	0.00	181.21	9424.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
9700.00	0.00	181.21	9524.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
9800.00	0.00	181.21	9624.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
TARGET									
9875.58	0.00	181.21	9700.00	-1660.52	-65.04	1661.80	0.00	0.00	0.00
9900.00	0.00	181.21	9724.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10000.00	0.00	181.21	9824.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10100.00	0.00	181.21	9924.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10200.00	0.00	181.21	10024.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
KMC SHOW									
10213.12	0.00	181.21	10037.54	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10300.00	0.00	181.21	10124.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
KMC SHOW BASE									
10396.07	0.00	181.21	10220.49	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10400.00	0.00	181.21	10224.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
DAKOTA SILT									
10471.04	0.00	181.21	10295.46	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10500.00	0.00	181.21	10324.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
DAKOTA									
10567.00	0.00	181.21	10391.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10600.00	0.00	181.21	10424.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00

COMPUTALOG DRILLING SERVICES

Client : WIND RIVER RESOURCES
 Well Name : NORTH HILL CREEK #3-6 RE-DRILL
 Location : UINTAH COUNTY, UT

Page : 3 of 3
 Date : 6/30/2004
 File : 51200P

KB Elevation : 7464.00 Gr Elevation : 7440.00
 Vertical Section Calculated Along Azimuth 182.24°
 All Bearings Are Along True North

MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
CEDAR MTN.									
10646.98	0.00	181.21	10471.40	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10700.00	0.00	181.21	10524.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10800.00	0.00	181.21	10624.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
MORRISON									
10849.42	0.00	181.21	10673.84	-1660.52	-65.04	1661.80	0.00	0.00	0.00
10900.00	0.00	181.21	10724.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11000.00	0.00	181.21	10824.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11100.00	0.00	181.21	10924.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11200.00	0.00	181.21	11024.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11300.00	0.00	181.21	11124.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11400.00	0.00	181.21	11224.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11500.00	0.00	181.21	11324.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
CURTIS									
11507.66	0.00	181.21	11332.08	-1660.52	-65.04	1661.80	0.00	0.00	0.00
ENTRADA									
11581.65	0.00	181.21	11406.07	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11600.00	0.00	181.21	11424.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11700.00	0.00	181.21	11524.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11800.00	0.00	181.21	11624.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
CARMEL									
11843.34	0.00	181.21	11667.76	-1660.52	-65.04	1661.80	0.00	0.00	0.00
11900.00	0.00	181.21	11724.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
12000.00	0.00	181.21	11824.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
WINGATE									
12035.70	0.00	181.21	11860.12	-1660.52	-65.04	1661.80	0.00	0.00	0.00
12100.00	0.00	181.21	11924.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
12200.00	0.00	181.21	12024.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
12300.00	0.00	181.21	12124.42	-1660.52	-65.04	1661.80	0.00	0.00	0.00
TOTAL DEPTH									
12305.58	0.00	181.21	12130.00	-1660.52	-65.04	1661.80	0.00	0.00	0.00

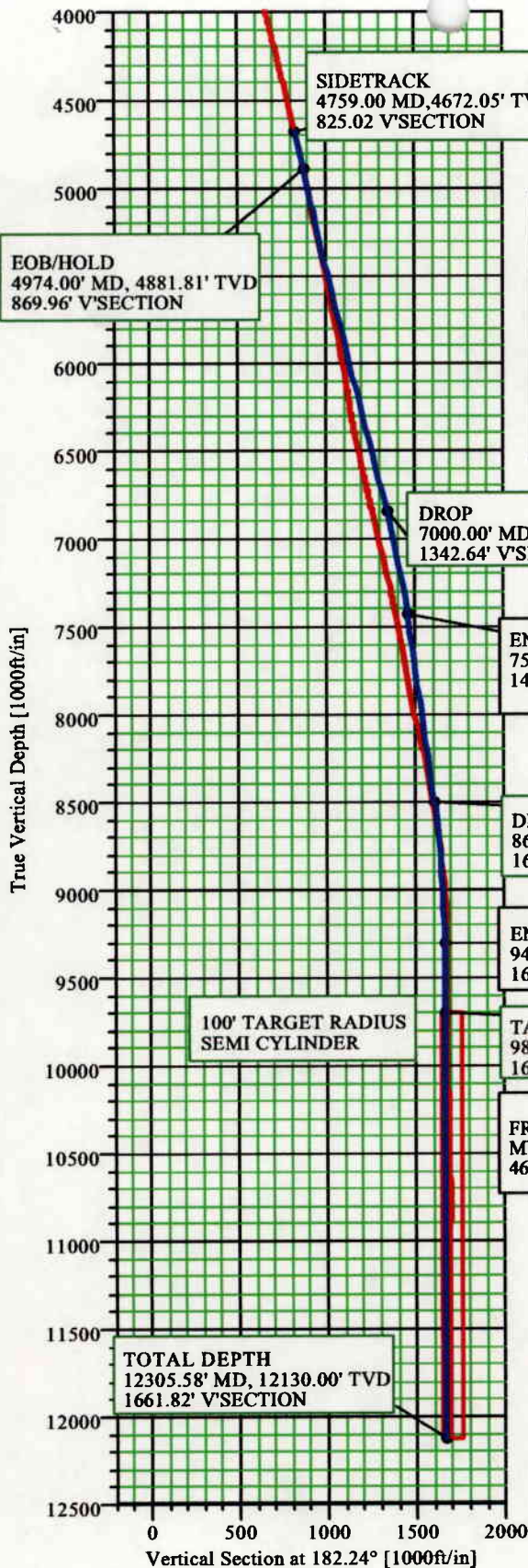
Bottom Hole Closure 1661.80ft Along Azimuth 182.24°

WIND RIVER RESOURCES

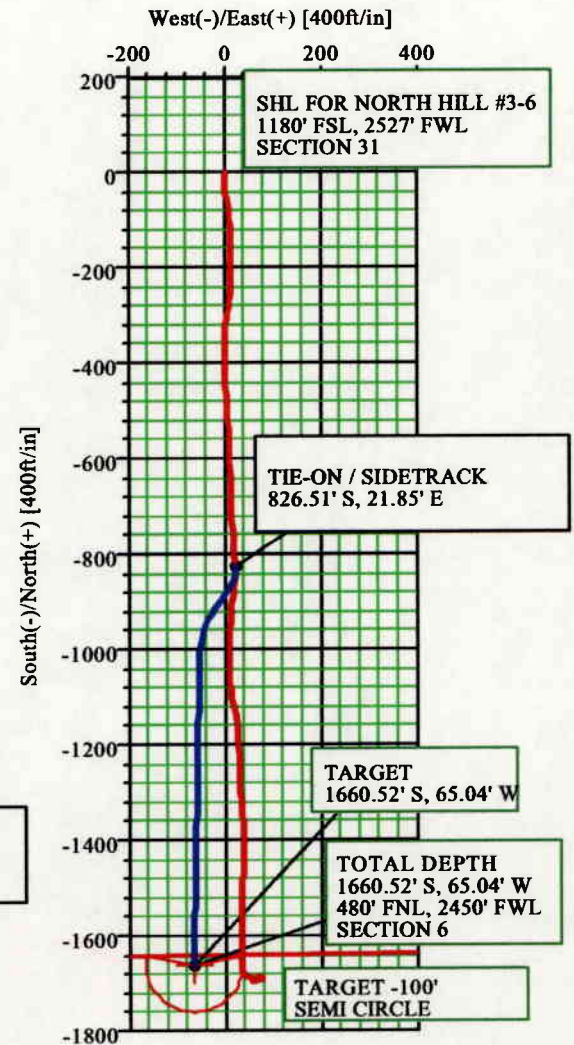
NORTH HILL CREEK #3-6
SEC 31 T14S R20E
1180' FSL 2527' FWL
UINTAH COUNTY, UTAH



Precision Drilling



SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	4759.00	12.25	175.79	4672.05	-826.51	21.85	0.00	0.00	825.02	TIE-ON
2	4774.00	12.21	178.62	4686.71	-829.68	22.00	4.00	95.00	828.19	
3	4974.00	13.97	213.67	4881.81	-870.98	9.11	4.00	95.00	869.96	EOB
4	5224.00	13.97	213.67	5124.42	-921.21	-24.35	0.00	0.00	921.46	TURN
5	5610.47	13.94	181.21	5500.05	-1006.71	-51.24	2.00	254.02	1007.94	EOT
6	7000.00	13.94	181.21	6848.65	-1341.39	-58.30	0.00	0.00	1342.64	DROP
7	7594.05	8.00	181.21	7431.58	-1454.36	-60.69	1.00	180.00	1455.62	HOLD 8.0°
8	8675.23	8.00	181.21	8502.24	-1604.80	-63.87	0.00	0.00	1606.07	DROP
9	9475.23	0.00	0.00	9299.65	-1660.54	-65.05	1.00	180.00	1661.82	EOD
10	9875.58	0.00	0.00	9700.00	-1660.54	-65.05	0.00	0.00	1661.82	TI
11	12305.58	0.00	0.00	12130.00	-1660.54	-65.05	0.00	0.00	1661.82	TD



COMPANY: WIND RIVER RESOURCES

COMPUTALOG

Drilling Services



Azimuths to True North
Magnetic North: 12.25°

Magnetic Field
Strength: 52913nT
Dip Angle: 65.68°
Date: 6/18/2004
Model: igrf2000

WELL NAME: NORTH HILL CREEK #3-6
LOCATION: UINTAH COUNTY, UTAH
FILE: DRAFT
PROPOSAL/COMPLETION: PROPOSAL
DATE: JUNE 18, 2004
PREPARED BY: AS

Well name:	NHC 3-6 Redrill
Operator:	Wind River Resources
String type:	Production

Design parameters:

Collapse

Mud weight:

Minimum design factors:

Collapse:

9.50 ppg

Design factor

Environment:

H2S considered?

No

1.125 Surface temperature:

75.00 °F

Design is based on evacuated pipe.

Bottom hole temperature: 245 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 1,500 ft

Burst:

Design factor

1.00 Cement top:

3,994 ft

Burst

Max anticipated surface pressure:

3,317.38 psi

Internal gradient:

0.22 psi/ft

Calculated BHP

5,985.77 psi

Tension:

8 Round STC:

1.80 (J)

8 Round LTC:

1.80 (J)

Buttress:

1.60 (J)

Premium:

1.50 (J)

Body yield:

1.50 (B)

Directional Info - Build & Hold

Kick-off point

500 ft

Departure at shoe:

1662 ft

Maximum dogleg:

1 °/100ft

Inclination at shoe:

0 °

No backup mud specified.

Tension is based on buoyed weight.

Neutral point 10,555.68 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	12300	5.5	20.00	P-110	LT&C	12129	12300	4.653	497.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5986	11100	1.854	5986	12630	2.11	208	548	2.64 J
Prepared Dominic Spencer					Phone: (303) 312-8143		Date: June 29,2004		
					FAX: (303) 312-8195		Denver, Colorado		

Remarks:

Collapse is based on a vertical depth of 12129 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a tensile load which is added to the axial load.

Engineering responsibility for use of this design will be that of the purchaser.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

012

SUNDRY NOTICES AND REPORTS ON WELLS
*Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.***SUBMIT IN TRIPLICATE - Other instructions on reverse side**

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	14S 200E Sec 31	5. Lease Serial No. 14-20-H62-5034
2. Name of Operator Wind River Resources Corporation		6. If Indian, Allottee or Tribe Name Ute Indian Tribe
3a. Address Route 3 Box 3010 Roosevelt, UT 84066	3b. Phone No. (include area code) 435-722-2546	7. If Unit or CA/Agreement, Name and/or No. n/a
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Surface: 1,180' fsl & 2,572' fwl (sesw) Sec. 31-T19S- R20E Prod. Interval: 480 fnl & 2,507' fwl (nenw) Sec. 6-T15S-R20E		8. Well Name and No. North Hill Creek 3-6-15-20 ✓ 9. API Well No. 43-047-35442 10. Field and Pool, or Exploratory Area Exploratory 11. County or Parish, State Uintah, Utah

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Redrill
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomple horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomple in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

The North Hill Creek 3-6-15-20 was drilled during the late winter of 2004, and completion of the well was attempted in March and April 2004. After the well had been perforated and stimulated in eight stages using composite flow-through plugs, a casing problem was encountered during operations to mill out the plugs (see attached narrative).

After a concerted effort to finish the completion and produce the well, it has been concluded that the casing problem is insurmountable and the decision has been made to redrill the well using the existing surge casing string, which is set at 4,291 (MD), per the APD approved on 1-28-04. The plan is to cut off and salvage the 5.5", 17#, P-110 production casing at 4,759' (MD), starting a new 7-7/8" hole from that point to a target approximately 42' west of the existing well at TD. Attached for the redrill are the following:

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature

Date July 19, 2004

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Title

Office

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

WIND RIVER RESOURCES CORPORATION
ROUTE 3 BOX 3010
ROOSEVELT, UTAH 84066
435-722-2546 (office) / 435-722-5089(fax)
e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

July 20, 2004

Don Staley, Information Services Manager
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Letter of Transmittal – Completion Reports for: North Hill Creek 2-12-15-20
North Hill Creek 9-11-15-20

Dear Mr. Staley:

The following documents are hereby delivered to the Utah Division of Oil, Gas & Mining:

North Hill Creek 2-12-15-20

Well Completion Report with e-logs, mud log and CBL in hard copy;

North Hill Creek 9-11-15-20


Well Completion Report with e-logs and mud log in hard copy. CBL to follow.

I greatly appreciate your forbearance with regard to the tardiness of these reports. I am short copies of the CBL for the NHC 9-11. They should be available later this week, and one will be forwarded to you upon receipt.

You also ask for the completion information for the North Hill Creek 3-6-15-20. This well has not been officially completed due to mechanical casing problems that developed near the end of the completion process. The decision has been made to redrill this well through the existing surface casing starting immediately. The BLM has agreed that this can be done on the basis of a Sundry Notice, the first page of which is attached. The entire Sundry Notice has been delivered to Diana Whitney.

Please keep all data from these for wells, all located on Ute Indian lands, confidential for the maximum period allowed by your regulations.

Sincerely,

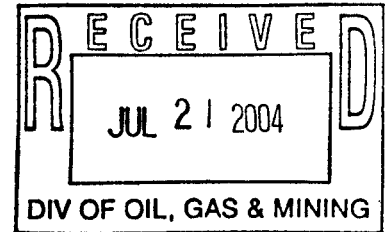

Marc T. Eckels

WIND RIVER RESOURCES CORPORATION
ROUTE 3 BOX 3010
ROOSEVELT, UTAH 84066
435-722-2546 (office) / 435-722-5089(fax)
e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

July 19, 2004

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801



RE: Sundry Notice for Redrill
North Hill Creek ²7-6-15-20 (Directional)
sesw Sec. 31-T14S-R20E (surface location)
nenwSec. 6-T15S-R20E (proposed producing zones)
Uintah County

Gentlemen:

Enclosed please find the Sundry Notice for redrilling the above-captioned well on Ute Indian lands. We have been unable to complete this well because of a mechanical problem with the production casing and will redrill the well using the existing surface casing after pulling as much of the production casing as is possible. There will be no additional surface disturbance.

The North Hill Creek 3-6-15-20 will be directionally redrilled from the surface location to penetrate the proposed producing intervals (Mancos and deeper) under extreme topography with a vertical hole located 480' from the lease line. New directional, drilling fluids, casing and cementing plans are attached to the Sundry.

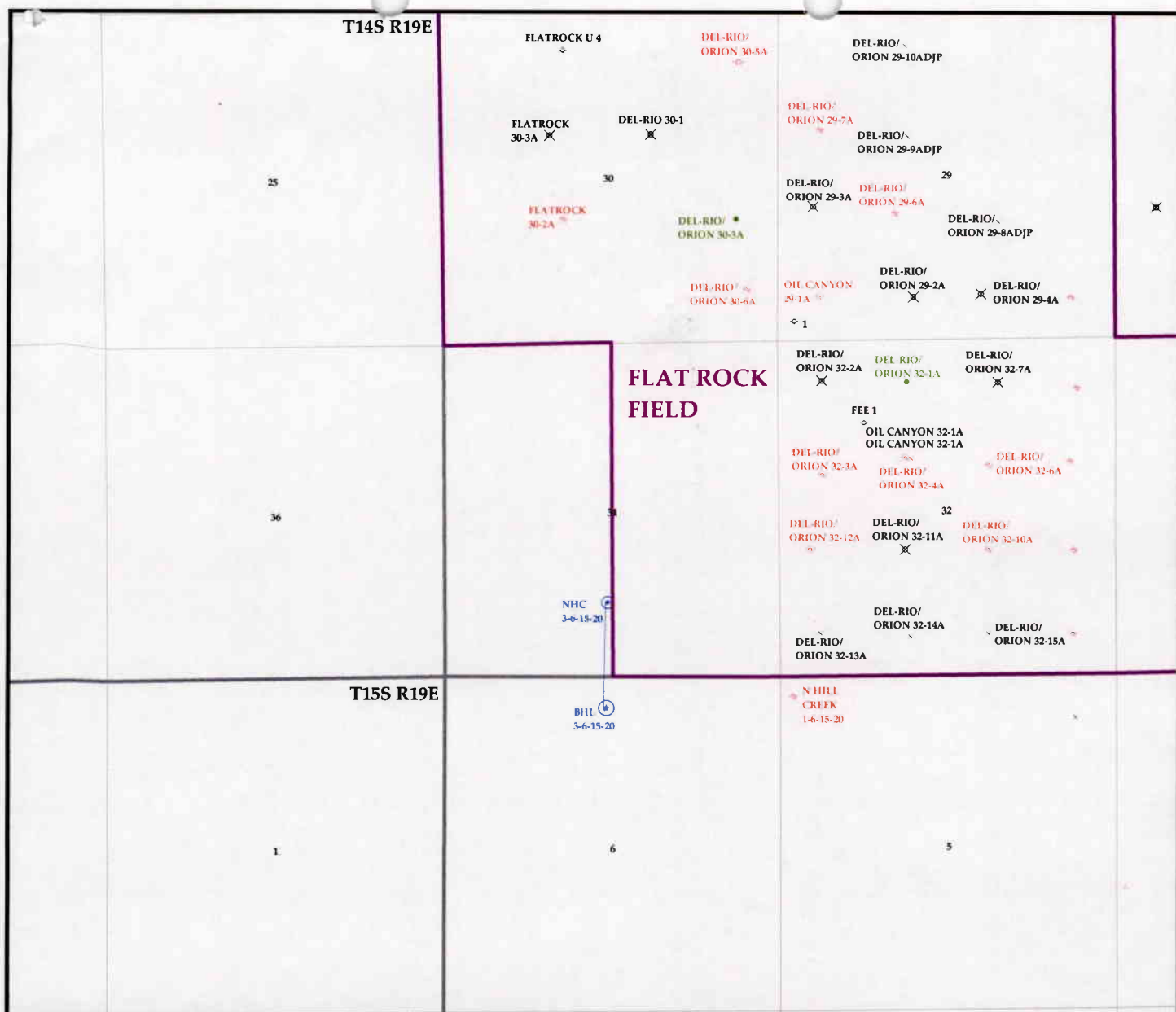
Please call me if you have any questions or need additional information.

Sincerely,

A handwritten signature in black ink, appearing to read "Marc T. Eckels".

Marc T. Eckels

Cc: BIA - 1
BLM - 3



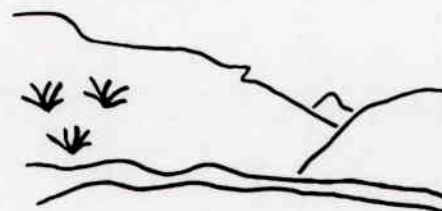
OPERATOR: WIND RIVER RES CORP (N1850)

SEC. 31 T.14S R.20E

FIELD: UNDESIGNATED (002)

COUNTY: UINTAH

SPACING: R649-3-11 / DIRECTIONAL DRILLING



Utah Oil Gas and Mining

Wells

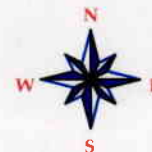
- ✱ GAS INJECTION
- ✱ GAS STORAGE
- ✱ LOCATION ABANDONED
- ✱ NEW LOCATION
- ✱ PLUGGED & ABANDONED
- ✱ PRODUCING GAS
- PRODUCING OIL
- ✱ SHUT-IN GAS
- SHUT-IN OIL
- ✱ TEMP. ABANDONED
- ✱ TEST WELL
- ✱ WATER INJECTION
- ✱ WATER SUPPLY
- ✱ WATER DISPOSAL

Units.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields.shp

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED



PREPARED BY: DIANA WHITNEY
DATE: 21-JULY-2004

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

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SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other BHL 609959X 39.54737 4378095Y -109.72028		5. Lease Serial No. 14-20-H62-5034
2. Name of Operator Wind River Resources Corporation		6. If Indian, Allottee or Tribe Name Ute Indian Tribe
3a. Address Route 3 Box 3010 Roosevelt, UT 84066	3b. Phone No. (include area code) 435-722-2546	7. If Unit or CA/Agreement, Name and/or No. n/a
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Surface: 1,180' fsl & 2,550' 2,527' fwl (sesw) Sec. 31-T1S-R20E Prod. Interval: 480 fml & 2,507' fwl (nenw) Sec. 6-T1S-R20E		8. Well Name and No. North Hill Creek 3-6-15-20 9. API Well No. 43-047-35442 10. Field and Pool, or Exploratory Area
		11. County or Parish, State Uintah, Utah

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<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Redrill
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
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The North Hill Creek 3-6-15-20 was drilled during the late winter of 2004, and completion of the well was attempted in March and April 2004. After the well had been perforated and stimulated in eight stages using composite flow-through plugs, a casing problem was encountered during operations to mill out the plugs (see attached narrative).

After a concerted effort to finish the completion and produce the well, it has been concluded that the casing problem is insurmountable and the decision has been made to redrill the well using the existing surge casing string, which is set at 4,291 (MD), per the APD approved on 1-28-04. The plan is to cut off and salvage the 5.5", 17#, P-110 production casing at 4,759' (MD), starting a new 7-7/8" hole from that point to a target approximately 42' west of the existing well at TD. Attached for the redrill are the following:

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Signature

Title Vice President

Date July 19, 2004

DATE SENT TO OPERATOR

DATE: 7-30-04

INITIALS: CWS

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

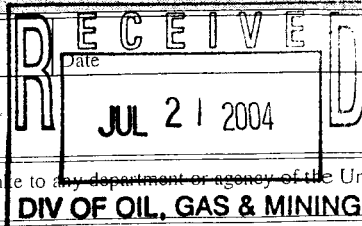
Approved by

Conditions of approval, if any, are attached. Approval of this notice does not certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

BRADLEY G. HILL

ENVIRONMENTAL SCIENTIST III

Office



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SUNDRY NOTICE: North Hill Creek 3-6-15-20 Redrill

(Continued from Page 1)

- NHC 3-6 Redrill Well Plan (Directional Drilling Program)
- NHC 3-6 Redrill Casing Program
- NHC 3-6 Production Casing Cementing: Sidetrack Hole
- DAP/Polymer Drilling Fluid Recommendation

The redrill operation will be essentially the same as the original drilling, with the exception of the changes included in the documents listed above. Following is a list of the few significant changes:

- The 5.5" production casing will be cut off at 4,759'(MD) and salvaged. If it is not possible to pull casing from this depth, it will be cut off as deep as possible and a window will be cut in the surface casing in the event that the cut off point is shallower than 4,291'.
- A DAP/Polymer mud system will be used.
- A cement plug will be set at the kick off point for an open hole kick off.
- The hole will be drilled, per the directional drilling plan, to a TD approximately 42' west of the original TD.
- Production casing for the new well bore will be 5.5", 20#, HCP-110.
- Cement types will not change, but volumes will be adjusted using the caliper log data to fill the hole to 3,956'.

7/19/2004

North Hill Creek 3-6-15-20: Drilling & Completion Narrative

The North Hill Creek 3-6-15-20 was spudded on February 6, 2004, and directionally drilled per the APD approved the the BLM on January 28, 2004. It was drilled to 12,285', reaching total depth on March 7, 2004. DIL/SP/CAL/GR and DNL/CAL/GR logs were run, and 5.5", 17#, P-110 casing was set at 12,271'. The casing was cemented with 385 sacks of HiFill cement and 750 sack of 50/50 Pozmix. The cement bond log indicated the top of cement at 3,572'.

Completion operations commenced on March 17, 2004. The North Hill Creek 3-6-15-20 was perforated and stimulated in eight stages using composite flow-through plugs, as follows:

Stage 1	12,043-53 (Wingate)	Frac
Stage 2	11,584-88; 11,651-53 & 11,716-20 (Entrada)	Frac
Stage 3	11,147-50 & 11,160-63 (Morrison)	Frac
Stage 4	10,725-35 (Cedar Mountain)	Frac
Stage 5	10,606-14 (Dakota)	Frac
Stage 6	10,490-500 (Dakota Silt)	Frac
Stage 7	10,376-400 (Mancos Shale)	Frac
Stage 8	10,288-312 (Mancos Shale)	Frac

The plugs for stages 8 and 7 were drilled out using a mill on coiled tubing. Milling problems were encountered with the plug for stage 6, which had been set at 10,530'. It was determined with the use of a wireline TV camera that the mill had exited the casing at 10,444'.

After attempts to repair the sidetrack out of the casing and to produce the well through the flow-through plugs, several unsuccessful attempts were made to get down the casing with a variety of tools to remove the remaining plugs. The conclusion of those working on the well is that there is a mechanical problem with the 5.5" casing (collapsed, parted, etc.), so the decision was made to redrill the well through the existing surface casing to a depth sufficient to produce the Cedar Mountain interval.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

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011

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
☐ Oil Well ☒ Gas Well ☐ Other

2. Name of Operator
Wind River Resources Corporation

3a. Address Route 3 Box 3010
Roosevelt, UT 84066

3b. Phone No. (include area code)
435-722-2546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Surf: 1,180' fsl & 2,527' fwl (sesw) Sec. 31-T14S-R20E
Prod Int: 480' fnl & 2,507' fwl (nenw) Sec. 6-T15S-R20E
SLB&M

5. Lease Serial No.
14-20-H62-5034

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. If Unit or CA/Agreement, Name and/or No.
n/a

8. Well Name and No. North Hill
Creek 3-6-15-20X

9. API Well No.
43-047-35442

10. Field and Pool, or Exploratory Area
Exploratory

11. County or Parish, State
Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
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<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other name change & drilling report
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
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Please add an "X" to the name of this directional well in order to differentiate between this well and the original NHC 3-6-15-20. The wells are in the exact same spot, as they same surface casing was used for both. However, they will have slightly different bottom hole locations.

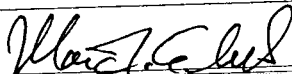
See drilling report on attached sheet.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature



Date August 18, 2004

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Approved by

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RECEIVED

AUG 19 2004

DIV. OF OIL, GAS & MINING

North Hill Creek 3-6-15-20X: Drilling Report #1

The redrilling of the North Hill Creek 3-6-15-20 commenced on 7-22-04, when Patterson Rig #136 was moved back to the location a rigged up, a process that took several days.

7-29 & 30-04: Pull out of hole and lay down 2-3/8" tubing. Clean out rat hole and mouse hole. Nipple up BOPs.

7-31-04: Set CIBP in 5.5" casing at 10,024' w/ 4 sacks of cement on top (dump bailer). Start to pull 5.5" casing, recovering 8 jts on first attempt.

8-1 thru 5-04: Pull 5.5" casing. Recover 78 total jts leaving top of 5.5" casing at 3,552'. Test BOPs.

8-6-04: Run surface casing inspection log.

8-7-04: Set whipstock w/ top at 3,504' and anchor at 3,540', oriented 228 degrees AZ. Mill window through 9.625" surface casing from 3,504'-3,521'. Drill formation with 8-3/4" bit on mud motor from 3,526'- 3,600'.

8-8 thru 17-04: Drill from 3,600' to 8,802'.

RECEIVED

AUG 19 2004

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
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OMB No. 1004-0135
Expires November 30, 2000

5. Lease Serial No.
14-20-H62-5034

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. If Unit or CA/Agreement, Name and/or No.
n/a

8. Well Name and No. North Hill
Creek 3-6-15-20X

9. API Well No.
43-047-35442

10. Field and Pool, or Exploratory Area
Exploratory

11. County or Parish, State
Uintah, UT

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<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other name change & drilling report
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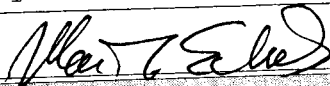
See drilling report on attached sheet.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature



Date August 18, 2004

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North Hill Creek 3-6-15-20X: Drilling Report #1

The redrilling of the North Hill Creek 3-6-15-20 commenced on 7-22-04, when Patterson Rig #136 was moved back to the location a rigged up, a process that took several days.

7-29 & 30-04: Pull out of hole and lay down 2-3/8" tubing. Clean out rat hole and mouse hole. Nipple up BOPs.

7-31-04: Set CIBP in 5.5" casing at 10,024' w/ 4 sacks of cement on top (dump bailer). Start to pull 5.5" casing, recovering 8 jts on first attempt.

8-1 thru 5-04: Pull 5.5" casing. Recover 78 total jts leaving top of 5.5" casing at 3,552'. Test BOPs.

8-6-04: Run surface casing inspection log.

8-7-04: Set whipstock w/ top at 3,504' and anchor at 3,540', oriented 228 degrees AZ. Mill window through 9.625" surface casing from 3,504'-3,521'. Drill formation with 8-3/4" bit on mud motor from 3,526'- 3,600'.

8-8 thru 17-04: Drill from 3,600' to 8,802'.

RECEIVED

AUG 19 2004

DIV. OF OIL, GAS & MINING

WIND RIVER RESOURCES CORPORATION
ROUTE 3 BOX 3010
ROOSEVELT, UTAH 84066
435-722-2546 (office) / 435-722-5089(fax)
e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

November 5, 2004

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

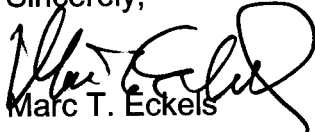
RE: First Production
North Hill Creek 3-6-15-20X (Directional)
sesw Sec. 31-T14S-R20E (surface location)
nenwSec. 6-T15S-R20E (producing zones)
Uintah County

Dear Ms. Whitney:

Enclosed please find two copies of the Sundry Notice of First Production for the above-captioned well.

Please call me if you have any questions or need additional information.

Sincerely,


Marc T. Eckels

cc: BIA - 1
BLM - 3
UIT - 1

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NOV 08 2004

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

013

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

☐ Oil Well ☒ Gas Well ☐ Other

2. Name of Operator

Wind River Resources Corporation

3a. Address Route 3 Box 3010

Roosevelt, UT 84066

3b. Phone No. (include area code)

435-722-2546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Surf: 1,180' fsl & 2,527' fwl (sesw) Sec. 31-T14S-R20E

Prod Int: 480' fnl & 2,507' fwl (nenw) Sec. 6-T15S-R20E
SLB&M

5. Lease Serial No.

14-20-H62-5034

6. If Indian, Allottee or Tribe Name

Ute Indian Tribe

7. If Unit or CA/Agreement, Name and/or No.
n/a

8. Well Name and No. North Hill
Creek 3-6-15-20X

9. API Well No.
43-047-35442

10. Field and Pool, or Exploratory Area
Exploratory

1. County or Parish, State

Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input checked="" type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

NOTICE OF FIRST PRODUCTION: Natural gas was first produced and sold from this well on October 18, 2004, into the Comet Pipeline.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature

Date November 5, 2004

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Title

Date

Office

RECEIVED

NOV 08 2004

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

DIV. OF OIL, GAS & MINING

RECEIVED

JAN 26 2005

DIV. OF OIL, GAS & MINING

WIND RIVER RESOURCES CORPORATION

ROUTE 3 BOX 3010

ROOSEVELT, UTAH 84066

435-722-2546 (office) / 435-722-5089(fax)

e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

January 24, 2005

Carol Daniels
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

RE: Transmittal of Sundry Notices
North Hill Creek 3-6-15-20X (Directional)
North Hill Creek 2-14-15-20
Uintah County

Gentlemen:

Enclosed please find three copies each for Sundry Notices for the above-captioned wells. There is a drilling progress report for each of the wells and a Notice of First Production for the NHC 2-14-15-20.

Please call me if you have any questions or need additional information.

Sincerely,



Marc T. Eckels

Cc: BIA - 1
BLM - 3

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

014

SUNDRY NOTICES AND REPORTS ON WELLS JAN 26 2005
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

☐ Oil Well ☒ Gas Well ☐ Other

2. Name of Operator

Wind River Resources Corporation

3a. Address Route 3 Box 3010

Roosevelt, UT 84066

3b. Phone No. (include area code)

435-722-2546

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Surf: 1,180' fsl & 2,527' fwl (sesw) Sec. 31-T14S-R20E

Prod Int: 480' fnl & 2,507' fwl (nenw) Sec. 6-T15S-R20E
SLB&M

5. Lease Serial No.

14-20-H62-5034

6. If Indian, Allottee or Tribe Name

Ute Indian Tribe

7. If Unit or CA/Agreement, Name and/or No.
n/a

8. Well Name and No. North Hill

Creek 3-6-15-20X

9. API Well No.

43-047-35442

10. Field and Pool, or Exploratory Area
Exploratory

11. County or Parish, State

Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Drilling</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	REPORT
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zone. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 day following completion of the involved operations. If the operation results in a multiple completion or recompleation in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This well is a replacement well for the North Hill Creek 3-6-15-20, which developed unrepairable casing problems during completion. It is drilled on the same surface location and from the same surface casing. The well path closely paralleled the original well's directional path.

Drilling report on attached page.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Marc T. Eckels

Title Vice President

Signature

Date 1-24-05

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Title

Date

Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

The original NHC 3-6-15-20 was spudded on 2-3-04.

7-23 thru 28-04: Move in & rig up Patterson Rig #136.

7-29-04: Clean out rat hole and mouse hole. Circulate 2-3/8" tubing. Pull and lay down tubing.

7-30-04 thru 8-6-04: Set wireline bridge plug in 5½" casing at 10,024' w/ 4 sx cement. Work casing, run freepoints and recover 5½" casing down to 3,552'. Run surface casing inspection log.

8-7-04: Set and orient whipstock at 3,504'. Mill window in surface casing from 3,504'-21' and drill formation to 3,526'. Trip out, pick up directional tools, trip back in hole with 7-7/8" bit, work through window and drill to 3,600'.

8-8 thru 25-04: Drill directional hole to 10,651'.

8-26-04 thru 9-7-04: Drill vertical hole to 12,211'. Circulate to condition hole and trip outlaying down drill pipe.

9-08-04: Run 286 jts. 5½", 20#, P110 LT&C asing and set at 12,211'. Rig up Halliburton and cement long string. Release rig.

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: WIND RIVER RESOURCES CORPORATION

Today's Date: 02/22/2005

Well:

API Number:

Drilling Commenced:

NHC 3-6-15-20X
T14S R20E SEC 31

4304735442

02/03/2005

To avoid compliance action, required reports should be mailed within 7 business days to:

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: Well File
Compliance File

WIND RIVER RESOURCES CORPORATION

ROUTE 3 BOX 3010

ROOSEVELT, UTAH 84066

435-722-2546 (office) / 435-722-5089(fax)

e-mail: mte@ubtanet.com

Marc T. Eckels, Vice President

March 9, 2005

**Carol Daniels, Information Specialist
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801**

**RE: Transmittal of Completion Report and Logs
North Hill Creek 3-6X²-15-20X
Surface Location: sesw Sec. 31-T14S-R20E
Bottom Hole: nenw Sec. 6-T15S-R20E
Uintah County**

**RECEIVED
MAR 18 2005
DIV. OF OIL, GAS & MINING**

Dear Ms. Daniels:

Enclosed please the Completion Report for the above-captioned well on Ute Indian lands, along with hard copies of the open hole, mud log, and cement bond log.

As described in the "remarks" section, the NHC 3-6X is a redrill of the NHC 3-6, which was could not be salvaged after problems with the original completion. You are receiving the logs from both well bores, as no open hole logs were run in the NHC 3-6X. Please note that there is only one well and one location. The re-drill used the original well bore to a depth of 3,504', then very closely followed the original well's directional path.

Please call me if you have any questions or need additional information.

Sincerely,



Marc T. Eckels

**Cc: BIA - 1
BLM - 3**

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**CONFIDENTIAL**FORM APPROVED
OMB NO. 1004-0137
Expires: November 30, 2000**016****WELL COMPLETION OR RECOMPLETION REPORT AND LOG**5. Lease Serial No.
14-20-H62-50341a. Type of Well ☐ Oil Well ☒ Dry Other
b. Type of Completion: ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.,
Other _____6. If Indian, Allottee or Tribe Name
Ute Indian Tribe7. Unit or CA Agreement Name and No.
n/a

2. Name of Operator

8. Lease Name and Well No. North
Hill Creek 3-6X-15-23. Address Route 3 Box 3010
Roosevelt, UT 840663a. Phone No. (include area code)
435-722-25469. API Well No.
43-047-35442

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

10. Field and Pool, or Exploratory
Exploratory

At surface 1180' fsl & 2527' fwl (sesw) Sec. 31-T14S-R20E

At top prod. interval reported below

480' fnl & 2507' fwl (nenw) Sec. 6-T15S-R20E

At total depth 593 FNL 2447 FWL per OKD

11. Sec., T., R., M., on Block and
Survey or Area 6-15S-20E12. County or Parish
Uintah13. State
Utah

14. Date Spudded

15. Date T.D. Reached

16. Date Completed

☐ D & A ☒ Ready to Prod.

17. Elevations (DF, RKB, RT, GL)*

2-3-04

9-6-04 (see remarks)

10-12-04

7,473' (RKB), 7,449' G

18. Total Depth: MD 12,211
TVD 12,05619. Plug Back T.D.: MD 12,081
TVD 11,92620. Depth Bridge Plug Set: MD
TVD21. Type Electric & Other Mechanical Logs Run (Submit copy of each) (see remarks)
3-6 original - ~~DL/GR/CAL~~ ~~CNL/GR/CAL~~ & CBL
3-6X redrill - ~~TMD/GR/CCL~~ & ~~CBL/GR/CCL~~ ~~THI~~22. Was well cored? ☒ No ☐ Yes (Submit analysis)Was DST run? ☒ No ☐ Yes (Submit report)Directional Survey? ☐ No ☒ Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.25	9.625	36#	surface	4,291	974-96	880 MC2	321	surface	
	J-55					220 AG300	46		
7.875	5.5	17#	surface	12,211		385 HiFill	260	3,534	
	P-110					750 Poz	196		

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375	not presently in well							

25. Producing Intervals (MD)

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A)Wingate	11,967		12,014-24	10'	30	open
B)Entrada	11,546	11,701	11,550-688	10'	30	open
C)Cedar Mountain	10,628	10,827	10,512-22	10	30	open
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval (MD)	Amount and Type of Material
12,014-24	Frac w/ 516 bbl gel'd wtr, 151T CO2, 103,000# 20/40 sand
11,550-54, 11,618-20 & 11,550-54	Frac w/ 531 bbl gel'd wtr, 103T CO2, 88,000# 20/40 sand
10,664-74	Frac w/ 699 bbl gel'd wtr, 230T CO2, 150,000# 20/40 sand

28. Production - Interval A, B & C comingled

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10-18-05	same	24	→	0	6,061	23			Flowing up casing
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
18/64		2350	→	0	6,061	23		Selling gas	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
			→						

(See instructions and spaces for additional data on reverse side)

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MAR 18 2005

DIV. OF OIL, GAS & MINING

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28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	CONFIDENTIAL	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	CONFIDENTIAL	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)

Sold thru Comet Pipeline

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
Wasatch	3860	-84	gas show in sand	Green River	Surface
Mesaverde	5424	-34	ditto	Wasatch	
	5695	-5718	ditto	Mesaverde (est.)	4,314*
	5744	-54	ditto	Castlegate	6,400*
	5928	-34	ditto	Mancos Shale	6,550*
Mancos	8026	-8147	several gas shows from fractures (up to 1,619)	Mancos "B"	7,082*
	9320	-30	1532u show from fract.	Dakota Silt	10,422
	9974	-78	6415u show in fracture	Dakota Sandstone	10,524
	10,129	-33	6884u show in fracture	Cedar Mountain	10,628
	10,213	-18	3918u show in fracture	Morrison	10,827
Dakota Silt	10,442	-56	2259u show in sand	Curtis	11,474
Cedar Mtn	10,694	-704	1784u show in sand	Entrada	11,546
Morrison	10,834	-11,025	several gas shows in sands up to 2,063u	Carmel	11,701
				Kayenta	11,876
				Wingate	11,967
				*tops estimated from NHC 3-6 logs and mud log	

32. Additional remarks (include plugging procedure):

See attached sheet

33. Circle enclosed attachments:

1. Electrical/Mechanical Logs (1 full set req'd.)

2. Geologic Report

3. DST Report

4. Directional Survey

5. Sundry Notice for plugging and cement verification

6. Core Analysis

7. Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Marc T. Eckels

Title Vice President

Signature

Marc T. Eckels

Date 3-9-05

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

NORTH HILL CREEK 3-6X-15-20: COMPLETION REPORT – PAGE 3

32. Additional Remarks

This well was originally permitted as the North Hill Creek 3-6-15-20 and spudded on 2-3-04. The well reached TD at 12,294' on 3-6-04. The well was then completed with fracs in the Wingate, Entrada, Morrison, Cedar Mountain, Dakota, Dakota Silt and Mancos Shale. Problems were encountered while drilling out frac plugs. TV camera indicated that mill had sidetracked through the 5.5" casing at 10,440-444. Remaining plugs covered the Cedar Mountain and deeper perms.

Attempts to repair well and remove frac plugs were unsuccessful and it was decided that this direction well would be re-drilled using the original surface casing. Patterson #136 was moved in and rigged up during the last week of July and began operations on 7-29-04 by pulling and laying down the 2-3/8" tubing string. A 5.5" cast iron bridge plug was set at 10,024 and covered with 4 sacks of cement from a dump bailer.

The 5.5" casing was then parted at 3,552' and pulled from the well. A whipstock was set in the 9.625" surface casing at 3,504' and a windowed milled in the casing from 3,504'-21'.

On 8-7-04 drilling commenced from 3,521' with an 8.75" bit on what was now called the **North Hill Creek 3-6X-15-20**. Bit size was reduced to 7.875" at 4,581'. The well was then drilled directionally along the same path as the original well.

Open hole logs were run in the original North Hill Creek 3-6-15-20, along with a cement bond log. A cased hole thermal multigate decay log (TMD) was run in the North Hill Creek 3-6X-15-20 to allow correlation to the original logs. A cement bond log was also run.

Tops listed in this report for the Dakota Silt and deeper formations are from the TMD log. Shallower tops are estimated from the North Hill Creek 3-6-15-20 open hole logs and from the mud log.

CONFIDENTIAL

RECEIVED
MAR 18 2005
DIV OF OIL, GAS & MINING



Precision Drilling

COMPUTALOG

CONFIDENTIAL

FINAL SURVEYS

FOR

WIND RIVER RESOURCES

NORTH HILL CREEK #3-6 RE

FROM SURFACE LOCATION:

UINTAH COUNTY, UTAH

WELL FILE: **51200C**

September 16, 2004

RECEIVED

MAR 18 2005

DIV. OF OIL, GAS & MINING

COMPUTALOG DRILLING SERVICES
7090 Barton Drive
Casper, Wyoming 82604
Phone: (307) 577-8875 Fax: (307) 577-9182

COMPUTALOG DRILLING SERVICES

Client : Wind River Resources.
Well Name : North Hill Creek # 3-6 RE
Location : Unitah County Utah

Page : 1 of 3
Date : 9/16/2004
File : 51200C

KB Elevation : 7464

Gr Elevation : 7440.00

Vertical Section Calculated Along Azimuth 182.24°

All Bearings Are Along True North

MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
TIE-ON SURVEY TO PREVIOUS HOLE									
3503.00	12.19	176.66	3448.89	-542.34	8.71	541.58	0.00	0.00	0.00
3734.97	14.63	171.99	3674.53	-595.81	14.22	594.79	1.15	1.05	-2.01
3764.70	14.75	173.11	3703.28	-603.28	15.20	602.23	1.04	0.40	3.77
3827.81	15.00	184.99	3764.29	-619.40	15.45	618.32	4.84	0.40	18.82
3891.26	13.75	192.61	3825.76	-634.94	13.09	633.94	3.57	-1.97	12.01
3954.54	13.06	193.49	3887.32	-649.23	9.78	648.35	1.14	-1.09	1.39
4016.07	13.13	193.49	3947.25	-662.79	6.53	662.02	0.11	0.11	0.00
4078.71	12.75	192.99	4008.30	-676.44	3.31	675.79	0.63	-0.61	-0.80
4142.02	12.63	194.74	4070.06	-689.94	-0.02	689.41	0.64	-0.19	2.76
4204.12	12.06	196.24	4130.72	-702.74	-3.56	702.34	1.05	-0.92	2.42
4267.04	12.06	198.24	4192.25	-715.29	-7.45	715.03	0.66	0.00	3.18
4330.05	11.88	198.24	4253.89	-727.70	-11.54	727.60	0.29	-0.29	0.00
4391.09	12.56	196.36	4313.55	-740.04	-15.38	740.07	1.29	1.11	-3.08
4454.02	12.63	196.99	4374.97	-753.18	-19.32	753.36	0.25	0.11	1.00
4516.96	12.56	195.74	4436.39	-766.35	-23.19	766.67	0.45	-0.11	-1.99
4547.53	12.31	196.36	4466.25	-772.68	-25.00	773.06	0.93	-0.82	2.03
4611.01	11.56	193.86	4528.35	-785.35	-28.43	785.86	1.43	-1.18	-3.94
4673.24	11.56	183.61	4589.33	-797.62	-30.32	798.20	3.30	0.00	-16.47
4736.85	11.13	183.24	4651.69	-810.11	-31.07	810.71	0.69	-0.68	-0.58
4800.15	10.81	184.86	4713.84	-822.13	-31.92	822.75	0.70	-0.51	2.56
4861.90	10.19	183.99	4774.55	-833.35	-32.79	833.99	1.04	-1.00	-1.41
4924.90	9.81	182.74	4836.60	-844.27	-33.43	844.93	0.69	-0.60	-1.98
4987.95	9.69	181.24	4898.74	-854.94	-33.80	855.61	0.45	-0.19	-2.38
5046.13	9.13	180.24	4956.13	-864.45	-33.93	865.11	1.00	-0.96	-1.72
5110.73	9.69	177.36	5019.86	-875.00	-33.70	875.65	1.13	0.87	-4.46
5176.84	10.75	181.49	5084.92	-886.73	-33.60	887.36	1.95	1.60	6.25
5239.70	10.63	182.24	5146.69	-898.38	-33.98	899.02	0.29	-0.19	1.19
5300.11	10.38	180.99	5206.09	-909.39	-34.30	910.04	0.56	-0.41	-2.07
5363.99	9.56	181.11	5269.01	-920.45	-34.50	921.09	1.28	-1.28	0.19
5425.12	9.31	185.24	5329.31	-930.45	-35.05	931.11	1.18	-0.41	6.76
5488.74	9.94	187.11	5392.03	-941.02	-36.20	941.72	1.11	0.99	2.94
5549.61	10.75	184.24	5451.91	-951.89	-37.27	952.62	1.58	1.33	-4.71
5612.12	10.19	185.49	5513.38	-963.21	-38.23	963.97	0.97	-0.90	2.00
5676.28	9.31	186.11	5576.62	-974.02	-39.32	974.82	1.38	-1.37	0.97
5736.21	9.50	183.36	5635.74	-983.78	-40.13	984.60	0.81	0.32	-4.59
5801.66	9.81	180.11	5700.26	-994.75	-40.46	995.57	0.96	0.47	-4.97
5862.04	9.81	178.99	5759.76	-1005.03	-40.37	1005.84	0.32	0.00	-1.85
5925.97	8.75	177.36	5822.85	-1015.34	-40.05	1016.13	1.71	-1.66	-2.55
5988.98	8.00	176.74	5885.19	-1024.50	-39.58	1025.27	1.20	-1.19	-0.98
6052.63	8.31	174.74	5948.20	-1033.51	-38.91	1034.24	0.66	0.49	-3.14
6115.53	9.31	175.11	6010.35	-1043.10	-38.06	1043.79	1.59	1.59	0.59

COMPUTALOG DRILLING SERVICES

Client : Wind River Resources.
Well Name : North Hill Creek # 3-6 RE
Location : Unitah County Utah

Page : 3 of 3
Date : 9/16/2004
File : 51200C

KB Elevation : 7464

Gr Elevation : 7440.00

Vertical Section Calculated Along Azimuth 182.24°

All Bearings Are Along True North

MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
8811.96	11.00	178.49	8671.49	-1466.17	-19.44	1465.80	1.28	-0.71	5.46
8907.12	5.69	191.74	8765.62	-1479.87	-20.16	1479.53	5.90	-5.58	13.92
8970.21	3.69	186.74	8828.50	-1484.95	-21.04	1484.64	3.23	-3.17	-7.93
9002.00	3.58	195.49	8860.22	-1486.92	-21.42	1486.62	1.78	-0.35	27.52
9063.00	4.31	206.99	8921.08	-1490.80	-22.97	1490.56	1.76	1.20	18.85
9122.43	4.13	201.99	8980.35	-1494.78	-24.79	1494.60	0.69	-0.30	-8.41
9187.12	5.06	188.61	9044.83	-1499.76	-26.09	1499.63	2.18	1.44	-20.68
9249.61	6.13	188.99	9107.02	-1505.78	-27.02	1505.68	1.71	1.71	0.61
9312.60	7.69	194.36	9169.55	-1513.18	-28.59	1513.14	2.68	2.48	8.53
9374.00	7.81	205.74	9230.40	-1520.92	-31.42	1520.98	2.50	0.20	18.53
9402.99	8.19	205.99	9259.10	-1524.55	-33.18	1524.68	1.32	1.31	0.86
9437.00	8.56	203.86	9292.75	-1529.04	-35.27	1529.25	1.42	1.09	-6.26
9468.96	8.00	201.86	9324.38	-1533.28	-37.06	1533.56	1.97	-1.75	-6.26
9500.01	7.00	202.74	9355.16	-1537.03	-38.59	1537.36	3.24	-3.22	2.83
9563.70	5.50	202.24	9418.47	-1543.44	-41.25	1543.87	2.36	-2.36	-0.79
9627.22	4.44	201.74	9481.75	-1548.54	-43.31	1549.05	1.67	-1.67	-0.79
9688.45	3.56	180.61	9542.83	-1552.64	-44.21	1553.18	2.78	-1.44	-34.51
9750.74	4.31	171.76	9604.98	-1556.89	-43.90	1557.42	1.55	1.20	-14.21
9813.37	3.34	179.11	9667.47	-1561.03	-43.53	1561.54	1.77	-1.60	11.74
Intersected Target TVD									
9845.96	3.35	180.01	9700.00	-1562.92	-43.52	1563.43	0.19	0.11	2.77
9877.15	3.38	180.86	9731.14	-1564.75	-43.53	1565.25	0.19	0.11	2.71
9938.94	5.50	172.86	9792.74	-1569.51	-43.19	1570.00	3.57	3.43	-12.95
9969.63	6.38	170.61	9823.27	-1572.65	-42.73	1573.12	2.97	2.87	-7.33
10001.38	6.63	162.00	9854.81	-1576.14	-41.87	1576.57	3.17	0.79	-27.12
10064.70	6.06	164.61	9917.75	-1582.83	-39.86	1583.18	1.01	-0.90	4.12
10128.47	6.56	170.36	9981.13	-1589.67	-38.35	1589.95	1.26	0.78	9.02
10191.09	6.44	170.24	10043.35	-1596.66	-37.16	1596.89	0.19	-0.19	-0.19
10253.67	6.56	178.86	10105.53	-1603.69	-36.49	1603.89	1.57	0.19	13.77
10315.81	6.06	192.36	10167.29	-1610.44	-37.13	1610.66	2.51	-0.80	21.73
10376.67	6.88	192.86	10227.77	-1617.14	-38.62	1617.41	1.35	1.35	0.82
10441.98	8.31	193.74	10292.50	-1625.54	-40.62	1625.88	2.20	2.19	1.35
10503.92	8.50	194.74	10353.78	-1634.31	-42.84	1634.73	0.39	0.31	1.61
10566.01	7.88	195.11	10415.23	-1642.86	-45.12	1643.36	1.00	-1.00	0.60
10598.35	7.63	194.99	10447.28	-1647.07	-46.25	1647.62	0.77	-0.77	-0.37
EXTRAPOLATED TOTAL DEPTH									
10950.00	7.63	194.99	10795.81	-1692.17	-58.33	1693.16	0.00	0.00	0.00

Bottom Hole Closure 1693.18ft Along Azimuth 181.97°

COMPUTALOG DRILLING SERVICES

Client : Wind River Resources.
Well Name : North Hill Creek # 3-6 RE
Location : Uintah County Utah

CONFIDENTIAL

Page : 2 of 3
Date : 9/16/2004
File : 51200C

KB Elevation : 7464

Gr Elevation : 7440.00

Vertical Section Calculated Along Azimuth 182.24°

All Bearings Are Along True North

MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
6178.56	9.00	174.24	6072.58	-1053.09	-37.13	1053.73	0.54	-0.49	-1.38
6240.98	9.00	177.49	6134.23	-1062.82	-36.43	1063.43	0.81	0.00	5.21
6304.07	9.44	177.74	6196.51	-1072.92	-36.01	1073.51	0.70	0.70	0.40
6365.33	10.31	174.74	6256.86	-1083.40	-35.31	1083.95	1.65	1.42	-4.90
6428.40	12.00	177.11	6318.74	-1095.57	-34.46	1096.08	2.78	2.68	3.76
6491.99	13.06	179.49	6380.81	-1109.36	-34.06	1109.84	1.85	1.67	3.74
6554.97	11.94	180.61	6442.30	-1122.99	-34.07	1123.46	1.82	-1.78	1.78
6618.73	9.94	181.74	6504.90	-1135.08	-34.30	1135.56	3.15	-3.14	1.77
6681.17	11.38	184.36	6566.26	-1146.61	-34.94	1147.10	2.43	2.31	4.20
6742.53	12.25	187.74	6626.32	-1159.10	-36.27	1159.63	1.81	1.42	5.51
6805.08	11.44	187.74	6687.54	-1171.82	-38.00	1172.41	1.29	-1.29	0.00
6868.00	10.00	185.99	6749.36	-1183.44	-39.41	1184.08	2.35	-2.29	-2.78
6930.99	8.69	181.74	6811.51	-1193.64	-40.13	1194.29	2.35	-2.08	-6.75
6992.16	9.06	175.24	6871.95	-1203.05	-39.87	1203.69	1.75	0.60	-10.63
7054.78	8.25	170.74	6933.86	-1212.40	-38.74	1212.99	1.69	-1.29	-7.19
7118.40	8.13	171.11	6996.83	-1221.35	-37.31	1221.88	0.21	-0.19	0.58
7180.90	8.63	173.61	7058.66	-1230.38	-36.10	1230.85	0.99	0.80	4.00
7244.05	8.94	176.86	7121.07	-1239.99	-35.31	1240.42	0.93	0.49	5.15
7307.09	8.44	181.49	7183.39	-1249.50	-35.16	1249.92	1.36	-0.79	7.34
7369.98	7.00	186.49	7245.70	-1257.92	-35.71	1258.36	2.52	-2.29	7.95
7433.00	6.25	185.74	7308.30	-1265.15	-36.49	1265.61	1.20	-1.19	-1.19
7496.61	5.94	184.21	7371.55	-1271.88	-37.08	1272.36	0.55	-0.49	-2.41
7559.51	5.19	173.61	7434.16	-1277.95	-37.00	1278.42	2.02	-1.19	-16.85
7621.24	8.00	165.11	7495.48	-1284.88	-35.58	1285.29	4.81	4.55	-13.77
7684.06	9.81	165.61	7557.54	-1294.29	-33.13	1294.60	2.88	2.88	0.80
7745.19	8.50	172.61	7617.89	-1303.82	-31.26	1304.04	2.81	-2.14	11.45
7808.28	7.31	172.49	7680.38	-1312.42	-30.13	1312.59	1.89	-1.89	-0.19
7871.03	8.25	168.49	7742.55	-1320.79	-28.71	1320.90	1.73	1.50	-6.37
7933.33	10.25	167.11	7804.04	-1330.57	-26.58	1330.59	3.23	3.21	-2.22
7993.70	10.75	172.24	7863.40	-1341.39	-24.62	1341.32	1.76	0.83	8.50
8058.16	10.06	185.49	7926.81	-1352.95	-24.35	1352.87	3.85	-1.07	20.56
8120.83	6.44	186.86	7988.82	-1361.89	-25.29	1361.84	5.78	-5.78	2.19
8184.48	6.06	190.74	8052.09	-1368.74	-26.35	1368.72	0.89	-0.60	6.10
8247.05	7.06	189.61	8114.25	-1375.77	-27.60	1375.80	1.61	1.60	-1.81
8309.51	7.44	172.86	8176.22	-1383.57	-27.74	1383.60	3.43	0.61	-26.82
8370.64	7.13	164.24	8236.85	-1391.15	-26.22	1391.11	1.86	-0.51	-14.10
8434.42	7.81	166.24	8300.09	-1399.17	-24.11	1399.04	1.14	1.07	3.14
8496.29	8.63	167.99	8361.33	-1407.79	-22.15	1407.58	1.39	1.33	2.83
8561.05	10.00	176.61	8425.23	-1418.16	-20.80	1417.89	3.01	2.12	13.31
8624.03	11.00	182.11	8487.16	-1429.62	-20.70	1429.34	2.25	1.59	8.73
8687.06	11.25	178.74	8549.01	-1441.78	-20.79	1441.49	1.11	0.40	-5.35
8750.00	11.44	175.11	8610.72	-1454.13	-20.12	1453.81	1.17	0.30	-5.77

DIVISION OF OIL, GAS AND MINING
Wildcat Well Determination
STATEMENT OF BASIS

Applicant: Wind River Resources Corp.

Location: SESW Sec. 31 T14S, R20E, Uintah County, Utah

WELL NAME: North Hill Creek 3-6-15-20X **API #:** 43-047-35442

FINDINGS

1. This well was completed on October 12, 2004 in the Wingate, Entrada, and Cedar Mountain formations.
2. This well was < 1 mile from known production in the Wingate, Entrada, and Cedar Mountain Formations at the time of the completion and the start of commercial production.
3. This well is approximately 2200' from the NHC 1-6-15-20 well that also produces from the Wingate and Entrada commercially. The NHC 1-6-15-20 was given a wildcat designation. All evidence supports these wells being in the same pool for the Wingate and Entrada formations; however the evidence did not demonstrate that commercial production had been established from these formations in the subject well.
4. The subject well is also approximately 4000' from the Ute Tribal 32-12A well that also produces from the Cedar Mountain formation. The Ute Tribal 32-12A well started producing in March of 2001. Several other wells in the area are producing or have been tested in the Cedar Mountain Formation. The log for the subject well shows a very similar signature to that of the Ute Tribal 32-12A well log in the Cedar Mountain formation. The pressures were also very similar between these two wells (850 psi FTP for the Ute Tribal 32-12A well compared with 750 psi FTP in the subject well). Although production rates for the subject well are much greater than that of the Ute Tribal 32-12A well, the Ute Tribal well is still a commercial well. Potential reasons for the difference are that the Ute Tribal well was only completed into a single zone and did not appear to have a frac performed on the well. All evidence supports these wells being in the same pool for the Cedar Mountain formation.
5. The Wildcat Tax Credit application was received 2+ years after completion of the NHC 3-6-15-20X well (see submittal requirements in R649-3-35-1).

CONCLUSIONS

Based on the findings above the Division has determined the NHC 3-6-15-20X well was drilled into a known producing area for the Wingate, Entrada, and Cedar Mountain Formations. No information to the contrary was submitted. The application was also received after the Well Completion Report was submitted and after production had commenced in the area. Future requests for wildcat well determination should be submitted in accordance with R649-3-35-1. Therefore, the Division finds that this well does not qualify for the severance tax exemption under Section 59-5-102(2)(d) for wildcat wells. This determination was made in accordance with Oil and Gas General Conservation Rule R649-3-35. If the operator disagrees with this determination, the decision may be appealed to the Board of Oil Gas and Mining.

Reviewer(s): Dustin K. Doucet *DKD* Date: 2/6/2007

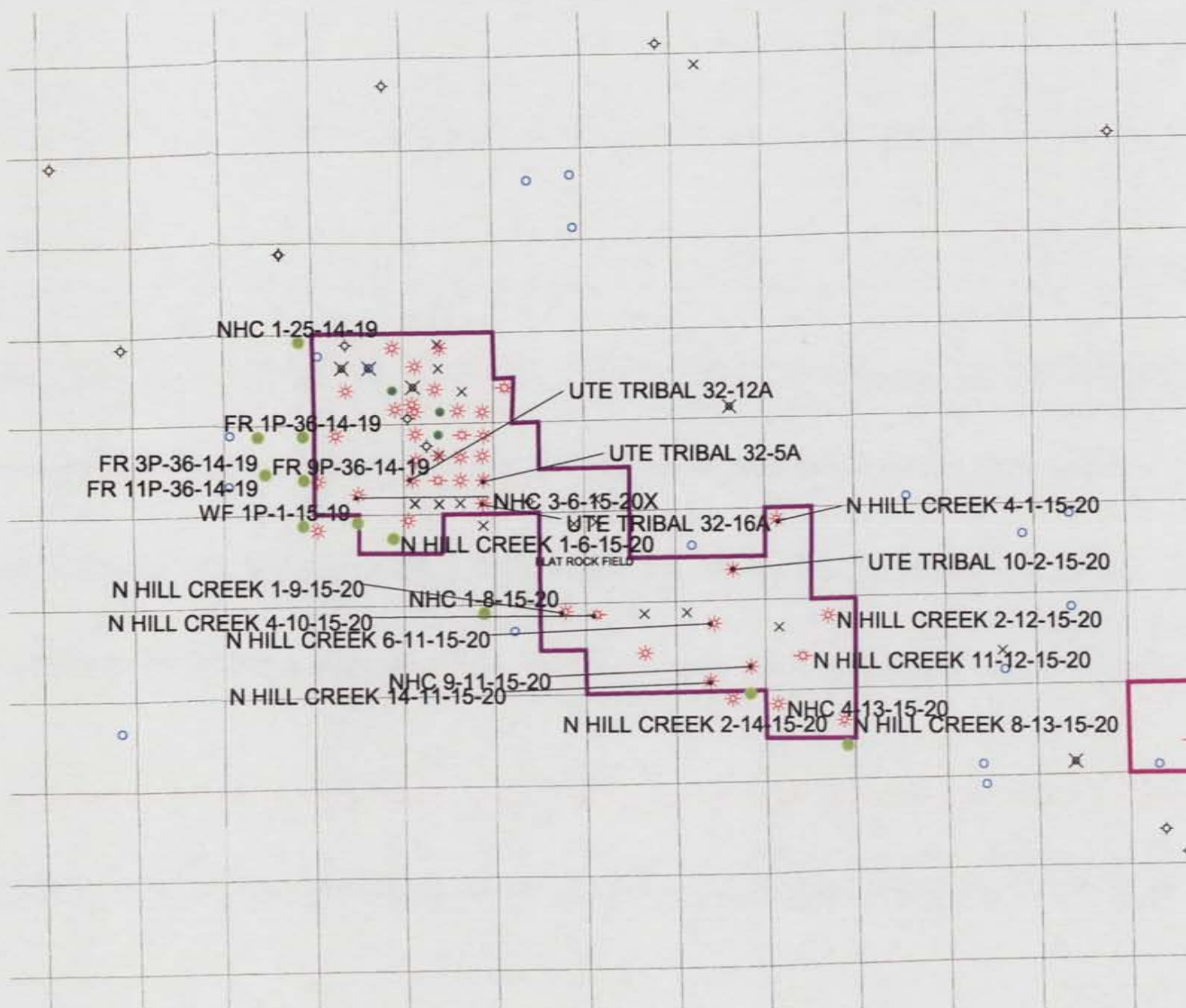
THIS REQUEST FOR WILDCAT WELL DESIGNATION IS BEING DENIED.

[Signature]

February 7, 2007
Utah Division of Oil, Gas and Mining

CC: Utah State Tax Commission
ATTN: Ken Petersen

Flat Rock Field



- Wells bottomhole.shp
- Fields.shp
 - ABANDONED
 - ACTIVE
 - COMBINED
 - INACTIVE
 - PROPOSED
 - STORAGE
 - TERMINATED
- Wells.shp
 - ✱ GAS INJECTION
 - GAS STORAGE
 - ✕ LOCATION ABANDONED
 - NEW LOCATION
 - ◇ PLUGGED & ABANDONED
 - ✱ PRODUCING GAS
 - PRODUCING OIL
 - ✱ SHUT-IN GAS
 - ✱ SHUT-IN OIL
 - ✕ TEMP. ABANDONED
 - TEST WELL
 - △ WATER INJECTION
 - WATER SUPPLY
 - WATER DISPOSAL
 - DRILLING
 - ▲ RETURNED GAS
 - ▲ RETURNED OIL
 - GAS INJECTION SI
 - ▲ WATER DISP. SUSP.
 - ▲ WATER INJ. SUSP.
- Sections.shp
- Units.shp
 - EXPLORATORY
 - GAS STORAGE
 - NF PP OIL
 - NF SECONDARY
 - PENDING
 - PI OIL
 - PP GAS
 - PP GEOTHERML
 - PP OIL
 - SECONDARY
 - TERMINATED



SAND
(WID)

10600

10650

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~~10650~~
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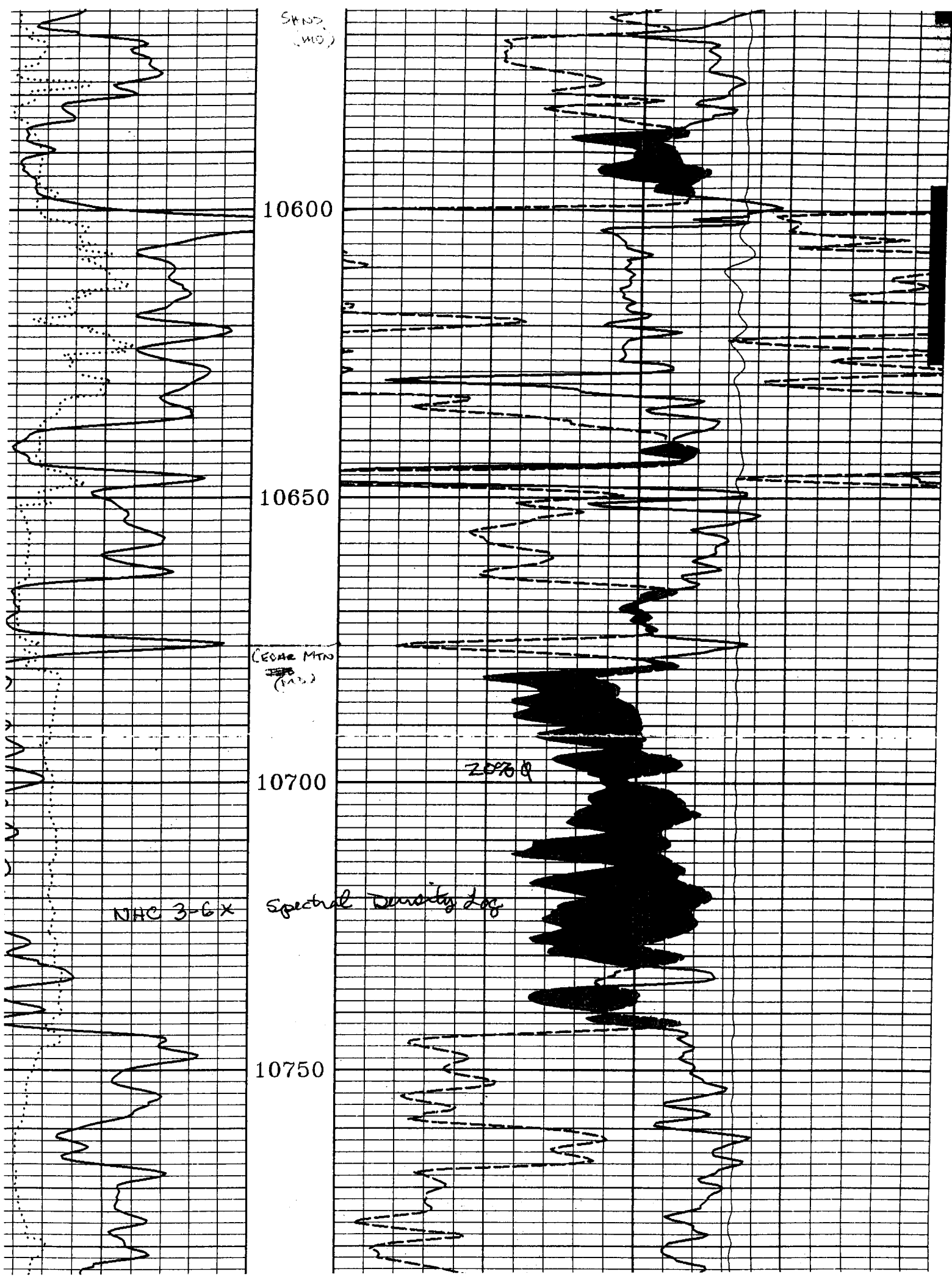
10700

NAC 3-6x

Spectral Density Log

10750

20% Q





HALLIBURTON

SPECTRAL DENSITY
DUAL SPACED NEUTRON

File Copy

COMPANY DEL RIO/ORION RESOURCES INC.	
WELL DEL RIO/ORION #32-12A	
FIELD FLATROCK	
COUNTY UINTAH	STATE UT
API No. 43-047-33658	
Location 979 FSL	
502 FWL	
4-NW/SW	
Other Services DLT BCS	

Permanent Datum	GROUND LEVEL	Elev 7478'	Elev. K.B. 7495'
Log measured from	K.B. 17'	ft. above perm. datum	D.F. 7494'
Drilling measured from	KELLY BUSHING		GL 7478'

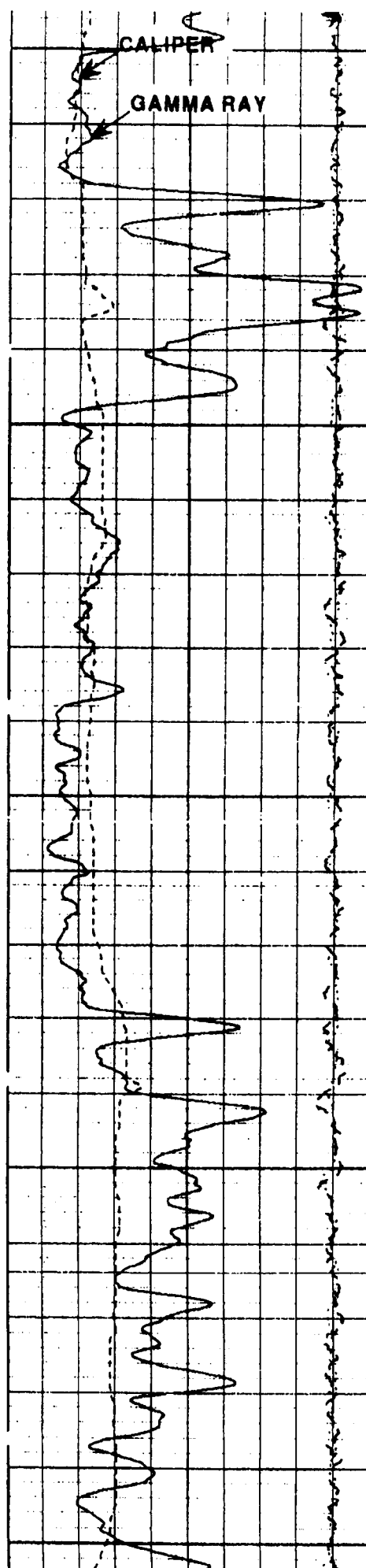
Run No.	ONE		
Depth - Driller	1098'		
Depth - Logger	1093'		
Bottom - Logged Interval	11078'		
Top - Logged Interval	2000'		
Casing - Driller	858' @ 857'		
Casing - Logger	867'		
Bit Size	7.875"		
Type Fluid in Hole	KCL/MUD		
Dens Visc	9.1 60		
Ph Fluid Loss	10.0 10.4		
Source of Sample	FLOWLINE		
Rm @ Meas. Temp.	0.26 @ 52 F		
Rmf @ Meas. Temp.	0.20 @ 53 F		
Rmc @ Meas. Temp.	0.27 @ 60 F		
Source Rmf Rmc	MEAS MEAS		
Rm @ BHT	0.073 @ 203 F		
Time Since Circ	18 HOURS		
Time on Bottom	08 1/7		
Max. Rec. Temp.	203 F @ T.D.		
Equip Location	51943 G.J.		
Recorded By	J. NOLAN		
Witnessed By	L. CALDWELL		

DEN POSIVITY
DEN CORR
NEU POSIVITY

PE

10500

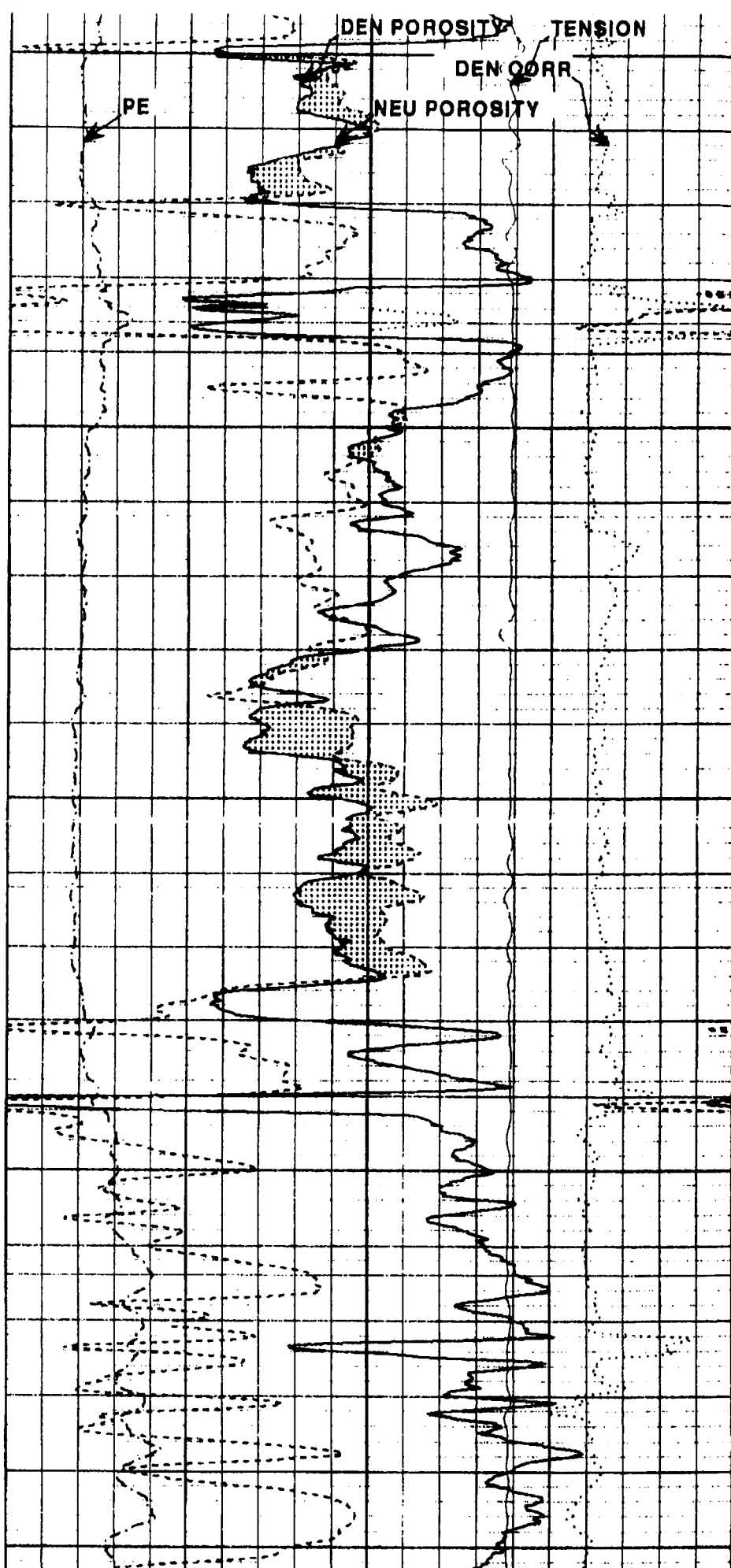
CALIPEN
GAMMA RAY



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DISCUSSION OF WIND RIVER RESOURCES CORPORATION'S DISAGREEMENT WITH CERTAIN WELL CLASSIFICATIONS FOR TAX PURPOSES – JANUARY 2007

Wind River Resources Corporation disagrees with some of the severance tax audit adjustments listed in the Utah Tax Commission's preliminary notice, dated December 6, 2006. The basis for our disagreement is that we believe that four of the six wells that the Utah Division of Oil, Gas & Mining determined to be development wells are, in fact, exploratory wells. Following is an explanation of our reasoning and a presentation of evidence on a well-by-well basis.

Severance Tax Credit for Exploratory Drilling

The tax credit at issue was enacted as part of House Bill 110 by the 1990 Utah Legislature. Wind River Resources' CEO and COO were leaders of the group that successfully lobbied this legislation through the session. We both also served on the advisory committee for the implementation of HB 110, along with Craig Sandberg and others.

The purpose of the wildcat well exemption was to encourage drilling for oil and gas in new areas by offering a significant tax holiday to operators who were willing to accept the very large risks involved.

North Hill Creek 3D Seismic Survey

At the outset we would like to point out that Wind River Resources did at North Hill Creek exactly what the wildcat well exemption was designed to encourage us to do, and the results have been beneficial to ourselves and to Utah. In the fall of 2000 we shot a twenty-eight square mile 3D seismic survey on mostly Ute Reservation lands in the Book Cliffs. This was the first application of 3D seismic technology in the Uinta Basin and the land over which it was acquired had the potential to be productive of oil and/or gas from a dozen geologic formations ranging in depth from 3,500' to 12,700'.

Although the survey cost approximately \$1,500,000, a considerable sum for a company with no revenue, it was very successful. To date eighteen wells have been drilled on the basis of this 3D survey and none has been a dry hole. In fact, commercial production has been established from twelve distinct geologic formations and from multiple zones within some of those formations. Previous to the drilling based on the North Hill Creek 3D there had been no pipeline quality gas produced from the Entrada formation in the Uinta Basin and there had never been commercial production from the Wingate anywhere.

Historically, production in the Book Cliffs area had come from Cretaceous Dakota and Cedar Mountain stream channel sand deposits. Although there had been notable successes, there was also a fairly high dry hole rate. Our 3D data greatly

reduced the dry hole risk in these formations and in several others where stream channel mapping was successful. Perhaps the most significant result of the 3D survey was that it allowed us to map Jurassic and Triassic dune sand reservoirs and avoid the barren areas between the dunes.

Prior to Wind River Resources' North Hill Creek 3D survey the common wisdom in the industry was that 3D would not work very well in the Uinta Basin because of the hard sandstone layers that preserved much of the flatter land surface. It turned out that the data were very noisy, but an extraordinary processing effort allowed us to extract very high resolution results. We shared these results with potential industry partners who already knew of our drilling successes. At this point several other operators, including Bill Barrett Corp., Pioneer Natural Resources, EOG, Royale, FIML and Questar have shot seismic surveys and drilled successfully using the survey data. Wind River Resources has now shot 96 square miles of 3D data. A rough estimate would be that between 500 and 600 square mile have now been surveyed in the Uinta Basin, including the highly successful Bill Barrett producing area in the Nine Mile Canyon area.

Definition of an Exploratory or Wildcat Well

A wildcat well in Utah is one that has been drilled and completed in a pool in which a well has not been previously completed as a well capable of producing in commercial quantities. A pool is an underground reservoir containing a common accumulation of oil or gas or both. Each zone of a general structure that is completely separated from any other zone in the structure is a separate pool. The terms "common source of supply" and "reservoir" are synonymous with "pool".

Note that there is no reference to a geologic formation. Nor is there reference to distance between wells, although one mile is generally accepted in the industry.

Complex Issues Regarding Application of the Definition

The vast majority of oil and gas wells produce from one or two geologic formations, although they may produce from several intervals within a formation. This is true in Utah and in the world at large. Altamont-Bluebell, Red Wash, Monument Butte, Natural Buttes, Aneth and Anschutz Ranch are all examples of fields that produce from one or two formations in Utah. At North Hill Creek we produce from the Wasatch, Mesaverde, Mancos Shale, Dakota Silt, Dakota Sandstone, Cedar Mountain, Buckhorn, Morrison, Entrada, Kayenta and Wingate. These range in depth from 3,500' to 12,700' and from Tertiary to Triassic in age.

We cannot necessarily produce gas in commercial quantities from all of these in the same well bore, but we have demonstrated the capability to produce from four or five in commercial quantities. Each of these formations is a separate reservoir, so it is conceivable that twelve wells, each tapping one of these

formations, could be completed on a single location and all would qualify as wildcats.

In the case of Wind River Resources, some of our wells were drilled to specific individual targets, but all of the deep wells (including each of the wells at issue) were drilled with a primary objective and several secondary objectives. Because of the costs associated with drilling and completing these wells it was not necessary for the primary objective to be at the bottom of the well. This whole drilling program was, and still is, truly exploratory in nature. Multiple zones were completed in the wells in question, but individual zone tests were not often possible using the completion techniques that were employed. Each of these wells cost several million dollars, and using composite flow-through plugs to allow the completion of several intervals in a day was necessary to avoid the extraordinary cost associated with separate visits to the well for perforating and stimulating each zone.

Separate test data are available in some cases for the Wingate because it was usually the deepest zone perforated and whatever it produced during a test could have only one source. When two or more zones were flowed back or tested together a certain amount of educated guessing became necessary to apportion that gas to its sources. Fortunately, production logs were run in one of the four wells in question, so even though the production in this well was commingled we have good data to indicate which formations were producing.

Well-By-Well Discussion

Wind River Resources concedes that the North Hill Creek 9-11-15-20 (Entity #13997) and the North Hill Creek 2-14-15-20 (Entity # 14327) are development wells and should receive the development well tax exemption.

We believe that the four remaining wells are truly wildcat wells. They are discussed below in the order in which they were completed, since timing is part of the definition.

North Hill Creek 14-11-15-20 (Entity # 13932)

Whole core was taken from this well in the Mancos Shale interval and the well was completed in the Mancos Shale and the Dakota Silt before any other well in the area. Based on our work in this well, it was determined that the Mancos Shale in close proximity to the Hill Creek fault/anticline complex is highly fractured and that the fracture intervals are the source of the huge gas shows typically encountered while drilling through the lower Mancos. After this completion the Mancos was completed in nearly every well and is now a major focus of our ongoing work. In 2006 we drilled a well specifically designed to exploit the Mancos. This well is awaiting completion. If successfully completed it will lead to a large-scale Mancos development drilling program. Virtually all technical people familiar with our project acknowledge that the 3,800'-thick Mancos may ultimately produce more gas than all of the other formations

combined. One would not normally take a 30'-long whole core in a development well. The core report was attached to the completion report when it was submitted.

The Dakota Silt is unlikely to be a big stand alone producer. However, this is the well at which we figured out that it could make a significant addition as a secondary objective. Although truly economic Dakota Silt production may require that the stimulation be combined with the Mancos or the Dakota sand, in this instance it was stimulated separately. Again, this would not have been done in a development well.

Although the primary producer in this well is the Entrada, the operator cut an expensive whole core in the Mancos and performed expensive individual stimulations on the Mancos and the Dakota Silt. In the Entrada 8' were perforated, in the Dakota sand 9' were perforated, in the Dakota Silt 12' were perforated, and in the Mancos Shale 44' were perforated. Seventy-seven percent of the completed perforations in this well were in formations that had never been completed within miles. It is a wildcat well in the Mancos and Dakota Silt.

North Hill Creek 4-13-15-20 (Entity #13834)

This well was completed in the following formations with gas attributed on the basis of a production log run on 12-9-03 with the well producing 3,000 Mcfgpd:

Entrada=50%

Mancos=19%

Dakota Silt=15%

Wingate=14%

Cedar Mountain=2%

The closest previous Wingate producer was the North Hill Creek 10-10-15-20 at a distance of 8,400' to the northwest. The NHC 10-10 Wingate contribution was a minor amount of gas and a significant amount of troublesome water, based on a production log. It would not have been economic on a stand alone basis. The carbonate scale deposited in the well by this water actually plugged off the tubing and the casing, so it was isolated under a bridge plug to prevent further scale deposition. In other words, the brief period of Wingate production did considerable economic damage to the well.

The Wingate in the NHC 4-13-15-20 was not wet and has given no trouble. In reality it was the first commercial production ever developed anywhere in the Wingate.

Although the Cedar Mountain contribution to the NHC 4-13-15-20 was only 60 mcfcpd, it was the first such production in the area and ultimately paid the cost of the additional completion thereby making a good well better. The closest previous Cedar Mountain production is more than two miles away.

This well is a wildcat well in the Wingate and probably also in the Cedar Mountain. Furthermore, the production log data from this well show that the Dakota Silt and the Mancos were making 1,000 Mcfgpd. This data supports the claim of wildcat status for the North Hill Creek 14-11-15-20 by establishing that they these two formation are capable of commercial production in this area.

North Hill Creek 1-6-15-20

This well was tested at 7,100 Mcfgpd upon completion of the Wingate on 11-30-03, before any other intervals were perforated. It was subsequently completed in the Entrada, Morrison, Cedar Mountain (4'), Dakota, Dakota Silt and Mancos Shale. Since the commingled production rate did not exceed the isolated Wingate test rate, clearly most of the gas was from the Wingate. This is the best Wingate well ever drilled. The 3D seismic data make clear that it is producing from a distinctly separate dune complex from the NHC 1-9, which at more than two miles away is the closest Wingate completion. It should also be noted that the Wingate frac in the NHC 1-9 screened out less than halfway through the job and it is not believed that the Wingate was truly stimulated.

The North Hill Creek 1-6-15-20 is a Wingate wildcat well. It is also the single greatest Wingate producer and, as such, keeps everyone trying to find another like it.

North Hill Creek 3-6-15-30X (Entity #14056)

This well was completed in the Wingate, Entrada and Cedar Mountain. Following the Wingate and Entrada stimulations there was no fluid flowed back. 236 bbl of fluid flowed back within 15 hours of the Cedar Mountain stimulation. Shut-in casing pressure after the Cedar Mountain frac was 4,050 psi, compared to 500 psi-700 psi after the Wingate and Entrada fracs. In fact, the well flowed at 700 psi after the Cedar Mountain frac.

The density neutron log for this well exhibits robust crossover throughout a 65'-thick channel sand with porosity ranging from 11%-21%. This sand is undoubtedly the source of most of the 10,000 Mcfgpd that this well made. The closest previous Cedar Mountain production was from a 10' interval in the Miller Dyer 32-5A, a distance of 7,700' away. There is no reason to think that these wells are tapped into the same stream channel because of the separation and the difference in thickness and reservoir quality.

The North Hill Creek 3-6-15-20X is the best or second best gas well completed in Utah for many years. It is a wildcat well in the Cedar Mountain.

**WIND RIVER RESOURCES CORPORATION
NORTH HILL CREEK WELL SCHEDULE & DESIGNATION DATA**

12-14-06

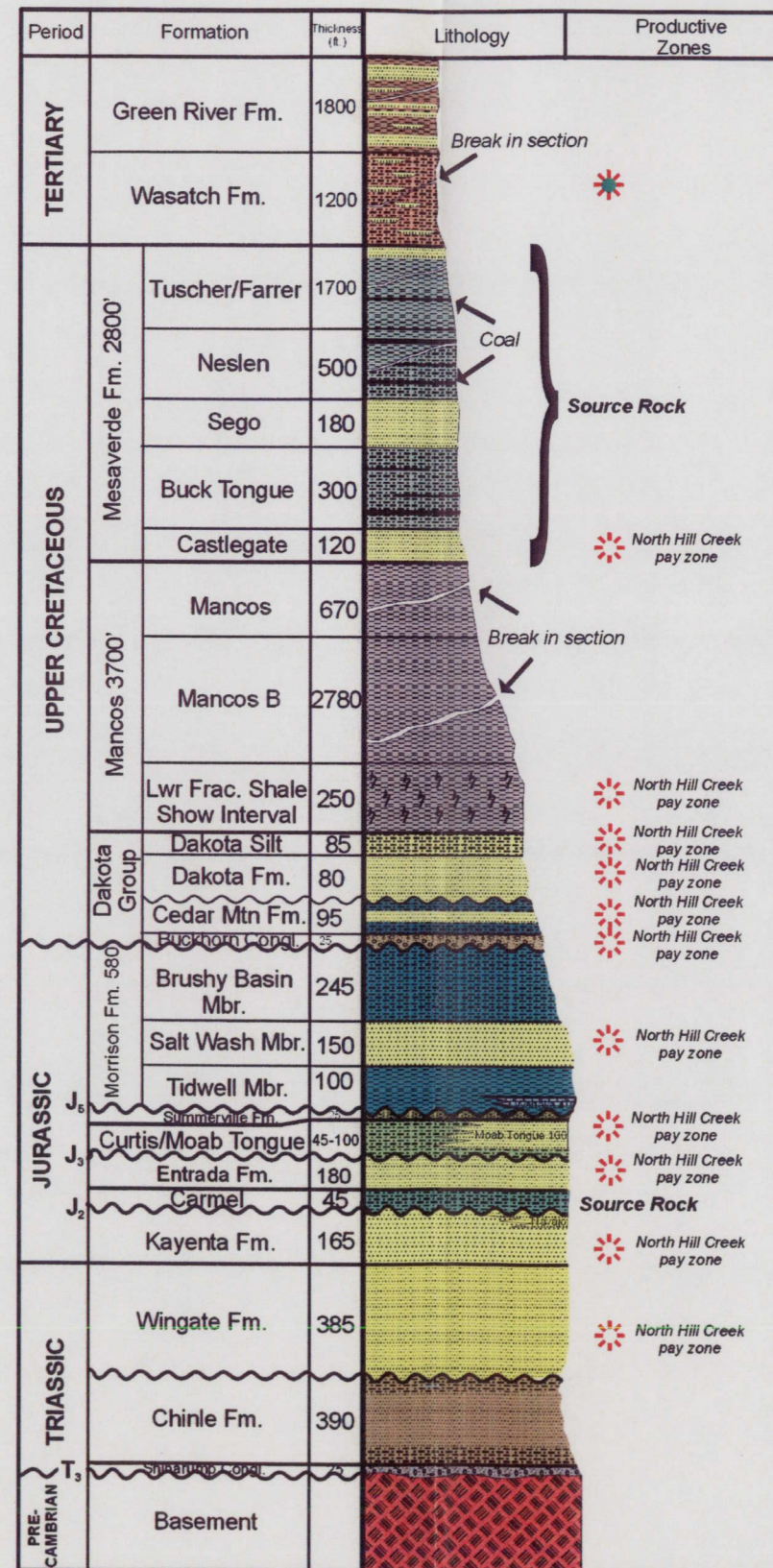
North Hill Creek Well Number	UT Entity Number	Spud Date	Completion Date	Wildcat/ Development	Comments
6-11-15-20	13276	8-7-01	12-24-01	Wildcat	1st Wasatch well – C2 stream channel
11-12-15-20	13277	8-8-01	1-25-02	Wildcat	1 st Wasatch well – AA dome
4-10-15-20	13525	5-26-02	7-18-02	Wildcat	1 st Mesaverde well
1-9-15-20	13666	10-25-02	4-10-03	Wildcat	1 st Wingate, Entrada & Morrison well
10-10-15-20	13711	1-17-03	4-28-03	Wildcat	1 st Dakota well, also in Wingate*, Entrada* & Morrison
✓14-11-15-20	13932	5-9-03	9-5-03	Wildcat	1 st Dakota Silt & Mancos well, also in Entrada* & Dakota
4-1-15-20	13996	3-17-03	10-29-03	Development	
✓4-13-15-20	13834	6-26-03	11-16-03	Wildcat	1 st Cedar Mountain well, also in Wingate*, Entrada*, Dakota Silt & Mancos
8-13-15-20	13880	7-20-03	11-16-03	Development	
✓1-6-15-20	13881	8-19-03	1-11-04	Wildcat	>2 miles from any other Wingate* well and in a separate dune, also in Entrada*, Morrison, Cedar Mtn., Dakota, Dakota Silt & Mancos

North Hill Creek Well Number	UT Entity Number	Spud Date	Completion Date	Wildcat/ Development	Comments
2-12-15-20	13954	11-1-03	2-16-04	Wildcat	> 1 mile from Wingate *, Entrada* & Morrison
9-11-15-20	13997	12-16-03	3-20-04	Development	
✓3-6X-15-20	14056	2-3-04	10-12-04	Wildcat	> 1 mile from Cedar Mtn. well & likely in different channel, also in Wingate & Entrada
2-14-15-20	14327	8-30-04	1-21-05**	Development	

*The Wingate and Entrada reservoirs are sand dunes and the limited lateral extent of each dune or dune complex is imaged by our 3D seismic data. A * indicates that we can demonstrate using seismic data that this is the first well to penetrate an individual dune.

**The completion date reported was actually for an uneconomic Wingate completion. A completion rig could not be found to do the economic Entrada completion until April 2005, and the Entrada completion date was 5-2-05.

**Figure 3: Schematic Stratigraphic Column: North Hill Creek
Basement through Tertiary**



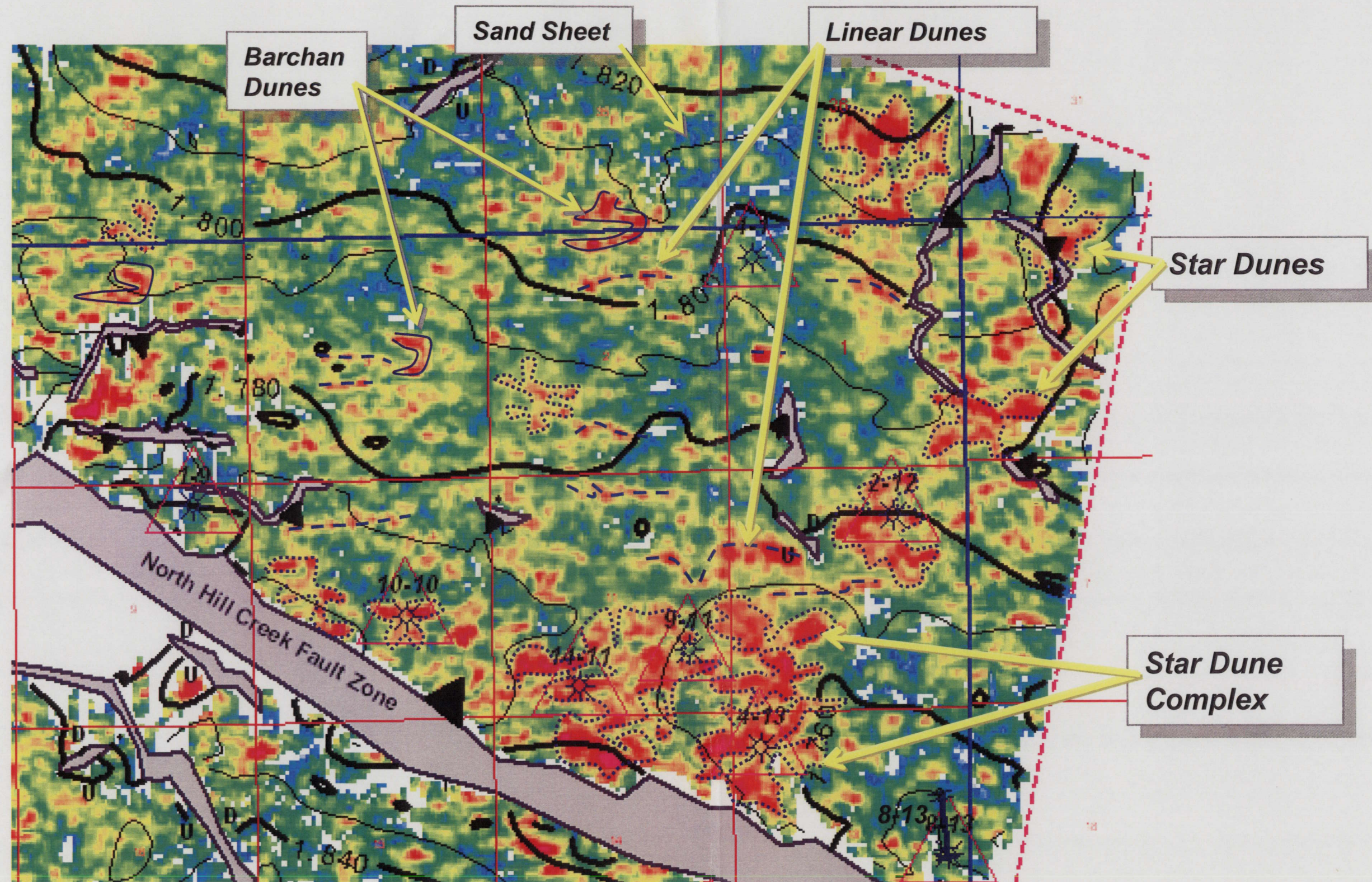
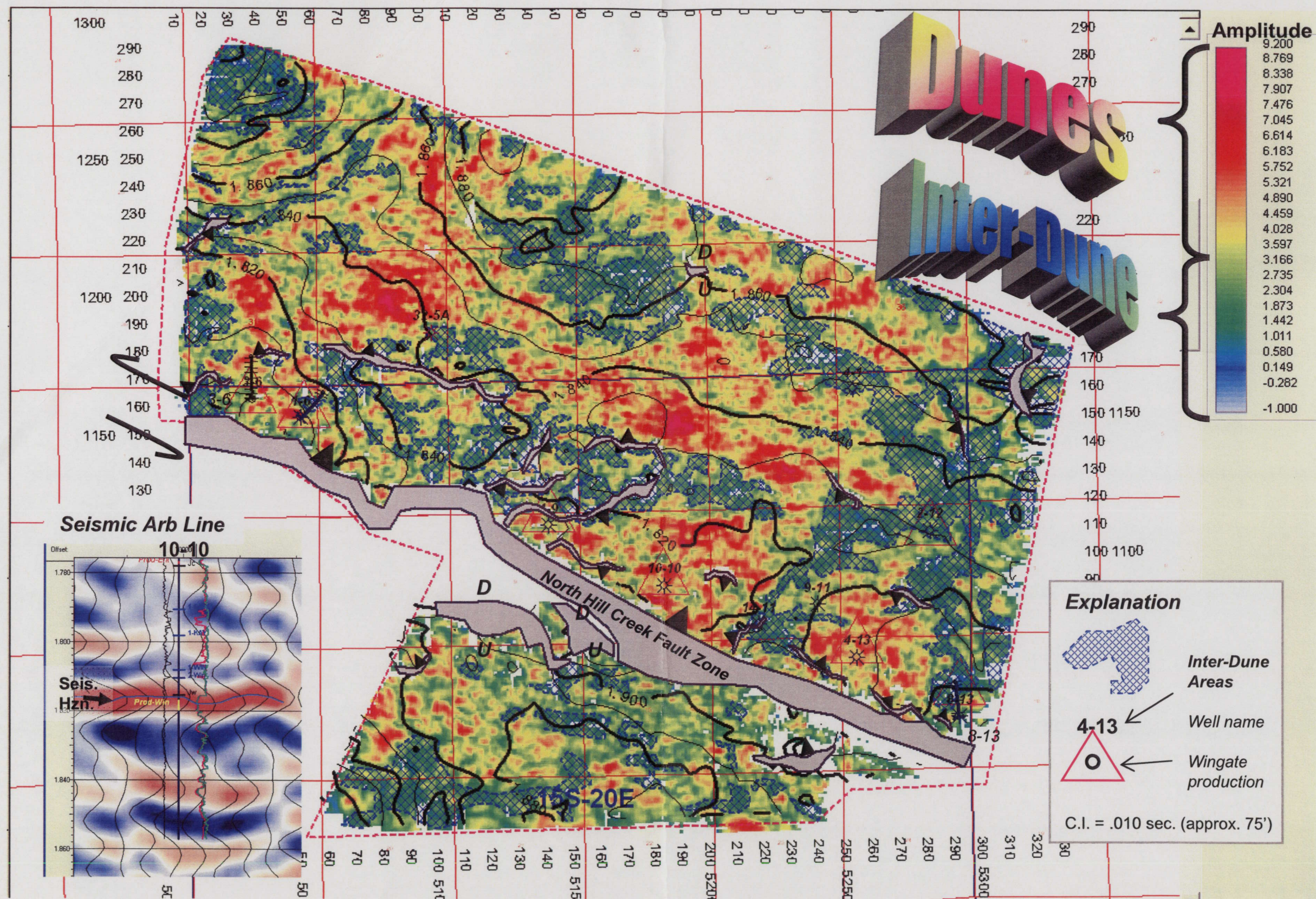


Figure 19: Entrada/ "CMT" – Dune Development





WIND RIVER RESOURCES CORPORATION

1245 E Brickyard Road
Brickyard Tower, Suite 110
Salt Lake City, Utah 84106
Telephone: (801) 466-4131
Facsimile: (801) 466-4132
Email: utah@windrivercompanies.com

Marc T. Eckels – Vice President

January 26, 2007

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Ken Peterson
Utah State Tax Commission
210 North 1950 West
Salt Lake City, UT 84134

Re: Preliminary Notice – Oil and Gas Severance Tax, December 6, 2006
Well Classifications for Tax Purposes

Gentlemen:

Wind River Resources Corporation strongly disagrees with the classification of four of its wildcat exploration wells at the North Hill Creek Project, Uintah County, as development wells. Because of the multi-zone nature of the production from these wells, the classification may be an unusual and complex task. In person, and in the attached written discussion, Wind River Resources intends to explain why it feels that each of these four wells should be considered a wildcat well.

We are happy to provide any backup data that you might request. During the meeting today we will show you proprietary 3D seismic data interpretations. We hope that just looking at this data will be sufficient, but if you need to take hard copies of any of it with you please let us know so that we can workout a confidentiality arrangement to protect our data.

We appreciate your consideration, and especially your willingness to have this meeting in our office where all of our data are readily available.

Sincerely,

Marc T. Eckels

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

3/1/2010

FROM: (Old Operator): N1850-Wind River Resources Corporation 1245 Brickyard Rd, Suite 2*0 Salt Lake City, UT 84106 Phone: 1 (TO: (New Operator): N3705-Uintah Investors, LLC 1245 Brickyard Rd, Suite 210 Salt Lake City, UT 84106 Phone: 1 (435) 940-9001
--	---

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
N HILL CREEK 1-9-15-20	09	150S	200E	4304734742	13666	Indian	GW	P
N HILL CREEK 10-10-15-20	10	150S	200E	4304734830	13711	Indian	GW	P
N HILL CREEK 4-1-15-20	01	150S	200E	4304734922	13996	Indian	GW	P
N HILL CREEK 14-11-15-20	11	150S	200E	4304734953	13932	Indian	GW	P
N HILL CREEK 8-13-15-20	13	150S	200E	4304734954	13880	Indian	GW	P
NHC 4-13-15-20	13	150S	200E	4304735054	13834	Indian	GW	P
N HILL CREEK 1-6-15-20	05	150S	200E	4304735140	13881	Indian	GW	P
N HILL CREEK 2-12-15-20	12	150S	200E	4304735283	13954	Indian	GW	P
NHC 9-11-15-20	11	150S	200E	4304735390	13997	Indian	GW	P
NHC 3-6-15-20X	31	140S	200E	4304735442	14056	Indian	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 9/29/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/12/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 4/14/2010
- Is the new operator registered in the State of Utah: Business Number: 7617187-0161
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/30/2010
- Bond information entered in RBDMS on: 9/30/2010
- Fee/State wells attached to bond in RBDMS on: 9/30/2010
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: 983912833
- Indian well(s) covered by Bond Number: 983912833

COMMENTS: Operator is still waiting for BIA to accept their bond.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5034
2. NAME OF OPERATOR: UINTAH INVESTORS, LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
3. ADDRESS OF OPERATOR: 1245 Brickyard Rd. Ste 210 CITY SALT LAKE CITY STATE UT ZIP 84106		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: SEE BELOW		8. WELL NAME and NUMBER: NHC1-6-15-20, NHC3-6-15-20X
9. API NUMBER: SEE BELOW		10. FIELD AND POOL, OR WILDCAT: FLATROCK FIELD
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: UINTAH STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>3/1/2010</u>	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input checked="" type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input type="checkbox"/> OTHER: _____
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Uintah Investors, LLC hereby gives notice that it will become the operator of the following wells on Bureau of Indian Affairs Lease 14-20-H62-5034 effective March 1, 2010 and certifies that it accepts and will discharge all of the responsibilities of the Operator.

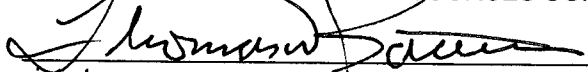
OPERATORSHIP OF FOLLOWING TWO WELLS IS BEING ASSUMED:

-- NORTH HILL CREEK 1-6-15-20, NWNW SEC 5, T15S-R20E, 311' FNL 204' FWL(SURFACE LOCATION), NENE SEC 6, T15S-R20E, 1146' FNL 1042' FEL (PRODUCING INTERVAL) API# 43-047-35140
 -- NORTH HILL CREEK 3-6-15-20X, SESW SEC 31, T15S-R20E (SURFACE LOCATION), NENW SEC 6, T15S-R20E, 593' FNL 2447' FWL (PRODUCING INTERVAL) API# 43-047-35442


Uintah Investors has a bond in the amount of \$150,000 on file with the Uintah & Ouray Agency of the Bureau of Indian Affairs.

Zion's Bank CO # 0983912833

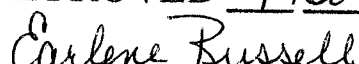
APPROVED BY WIND RIVER RESOURCES CORPORATION


 signature

DATED: 9/29/10

NAME (PLEASE PRINT) <u>DAVID LILLYWHITE</u>	TITLE <u>MANAGER of Summit Resources, LLC, its Manager</u>
SIGNATURE 	DATE <u>09/29/10</u>

(This space for State use only) **APPROVED** 9/30/2010


 Earlene Russell
 Division of Oil, Gas and Mining
 Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
SEP 29 2010

DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/ut/st/en/fo/vernal.html>



SEP 26 2011

IN REPLY REFER TO:
3162.3 (UTG011)

David Lillywhite
Uintah Investors, LLC
1441 West Ute Blvd., Suite 280
Park City, UT 84098

Re: Change of Operator
Well No. North Hill Creek 3-6-15-20X
SESW, Sec. 31, T14S, R20E
Uintah County, Utah
Lease No. 14-20-H62-5034

43-047-35442

Dear Mr. Lillywhite:

This correspondence is in regard to the self-certification statement submitted requesting a change of operator for the above referenced well. After a review by this office and concurrence from the Bureau of Indian Affairs (BIA), the change of operator request is approved. Effective November 2, 2010, Uintah Investors, LLC, is responsible for all operations performed on the referenced well. All liability will now fall under your BIA Assigned Bond No. PBCD071910 for all operations conducted on the referenced well on the leased land.

If you have any other questions regarding this matter, please contact Cindy Severson of this office at (435) 781-4455.

Sincerely,

Jerry Keniczka
Assistant Field Manager
Lands & Mineral Resources

Enclosure

cc: UDOGM
Wind River Resources Corp.
BIA
Ute Tribe

RECEIVED
OCT 07 2011
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
14-20-H62-5034

6. If Indian, Allottee or Tribe Name
UTE INDIAN TRIBE

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

☐ Oil Well ☒ Gas Well ☐ Other

2. Name of Operator
UINTAH INVESTORS, LLC

3a. Address
1441 W. UTE BLVD. STE 280
PARK CITY, UT 84098

3b. Phone No. (include area code)
435-940-9001

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SEE BELOW

7. If Unit of CA/Agreement, Name and/or No.
N/A

8. Well Name and No.
NHC 1-6-15-20, NHC 3-6-15-20X

9. API Well No.
43-047-35140, 43-047-35442

10. Field and Pool or Exploratory Area
FLATROCK FIELD

11. Country or Parish, State
UINTAH, UTAH

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>CHANGE OF OPERATOR</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

UINTAH INVESTORS, LLC HEREBY GIVES NOTICE THAT IT WILL BECOME THE OPERATOR OF THE FOLLOWING WELLS ON BUREAU OF INDIAN AFFAIRS LEASE 14-20-H62-5034 EFFECTIVE MARCH 1, 2010 AND CERTIFIES THAT IT ACCEPTS AND WILL DISCHARGE OF ALL OF THE RESPONSIBILITIES OF THE OPERATOR.

NORTH HILL CREEK 1-6-15-20, NWNW SEC 5, T15S-R20E, 311' FNL 204' FWL (SURFACE LOCATION), NENE SEC 6, T15S-R20E, 446' FNL 1042' FEL (PRODUCING INTERVAL)

NORTH HILL CREEK 3-6-15-20X, SESW SEC 31, T15S-R20E (SURFACE LOCATION), NENW SEC 6, T15S-R20E, 593' FNL 2447' FWL (PRODUCING INTERVAL)

UINTAH INVESTORS, LLC HAS A BOND IN THE AMOUNT OF \$150,000.00 ON FILE WITH THE UTAH & OURAY AGENCY OF THE BUREAU OF INDIAN AFFAIRS.

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

DAVID LILLYWHITE

Title Manager of Summit Resources, LLC, Manager of Uintah Investors, LLC

Signature

Date 03/26/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Assistant Field Manager
Lands & Mineral Resources

SEP 26 2011

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office **VERNAL FIELD OFFICE**

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Instructions on page 2)

UDOGM